

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

ATTORNEY MONTHLY FEE STATEMENT COVER SHEET
FOR THE PERIOD AUGUST 1, 2023, THROUGH AUGUST 31, 2023

In re Bed Bath & Beyond Inc., *et al.*

Applicant: Kirkland & Ellis LLP and
Kirkland & Ellis International LLP.

Case No. 23-13359 (VFP)

Client: Debtors and Debtors in Possession

Chapter 11

Case Filed: April 23, 2023

**COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION
UNDER PENALTY OF PERJURY PURSUANT TO 28 U.S.C. § 1746.**

RETENTION ORDER ATTACHED.

/s/ Joshua A. Sussberg 09/29/2023
JOSHUA A. SUSSBERG Date

<p style="text-align: center;">SECTION I FEE SUMMARY</p>
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Summary of Amounts Requested for the Period
August 1, 2023, through August 31, 2023 (the “**Compensation Period**”)

Fee Total	\$1,650,761.00
Disbursement Total	\$22,121.98
Total Fees Plus Disbursements	\$1,672,882.98

Summary of Amounts Requested for Previous Periods

Total Previous Fees and Expenses Requested:	\$11,364,631.78
Total Fees and Expenses Allowed to Date:	\$0.00
Total Retainer Remaining:	\$517,125.25
Total Holdback:	\$2,231,601.70
Total Received by Applicant:	\$9,133,030.08

Name of Professional	Title	Department	Year Admitted	Hours	Rate	Fee
Olivia Acuna	Associate	Restructuring	2021	52.40	\$1,155.00	\$60,522.00
Allison Azarloza	Associate	Corporate - General	2022	6.20	\$885.00	\$5,487.00
Amy Barber	Associate	Technology & IP Transactions	2018	1.10	\$1,375.00	\$1,512.50
Amie Marie Bauer	Associate	Litigation - General	2016	5.40	\$1,135.00	\$6,129.00
Jacob E. Black	Associate	Restructuring	2021	172.80	\$995.00	\$171,936.00
Alessandra Corona Henriques	Associate	Corporate - Capital Markets	2021	1.50	\$1,155.00	\$1,732.50
Megan C. Feeney	Associate	Restructuring	Pending	15.30	\$885.00	\$13,540.50
Ross J. Fiedler	Associate	Restructuring	2019	157.30	\$1,295.00	\$203,703.50
Patrick Forte	Associate	Litigation - General	2021	6.20	\$1,080.00	\$6,696.00
Max M. Freedman	Associate	Restructuring	2021	18.30	\$995.00	\$18,208.50
Rachel Golden	Associate	Restructuring	Pending	15.10	\$885.00	\$13,363.50
Samantha Helgason	Associate	Restructuring	2022	35.30	\$995.00	\$35,123.50
Noelle M. Howard	Associate	Restructuring	2023	20.60	\$885.00	\$18,231.00
Abdullah J. Khan	Associate	Corporate - Capital Markets	2023	7.50	\$885.00	\$6,637.50
Sooah Kim	Associate	ECEB - Employee Benefits	2022	2.50	\$885.00	\$2,212.50
Mike James Koch	Associate	Restructuring	2020	41.00	\$885.00	\$36,285.00
Ben Kovach	Associate	Technology & IP Transactions	2022	7.60	\$885.00	\$6,726.00
Sarah R. Margolis	Associate	Restructuring	2021	63.40	\$1,155.00	\$73,227.00
Chris Pavlovich	Associate	Restructuring	2019	77.10	\$1,155.00	\$89,050.50
Zak Piech	Associate	Restructuring	2022	93.70	\$885.00	\$82,924.50
Zak Read	Associate	Restructuring	2022	12.50	\$885.00	\$11,062.50
Chloe Reum	Associate	Litigation - General	2023	14.20	\$850.00	\$12,070.00
Kyla Risko	Associate	Technology & IP Transactions	2018	1.70	\$1,155.00	\$1,963.50
Christine Shang	Associate	Litigation - General	2016	58.80	\$1,245.00	\$73,206.00
Gelareh Sharafi	Associate	Restructuring	2023	10.00	\$885.00	\$8,850.00
Michael A. Sloman	Associate	Restructuring	2022	26.50	\$995.00	\$26,367.50
Noah Z. Sosnick	Associate	Restructuring	2021	59.30	\$1,155.00	\$68,491.50
Charles B. Sterrett	Associate	Restructuring	2019	87.80	\$1,245.00	\$109,311.00
David G. Strecker	Associate	Litigation - General	2022	7.60	\$985.00	\$7,486.00
Baya Yantren	Associate	Litigation - General	2019	6.70	\$1,080.00	\$7,236.00

Name of Professional	Title	Department	Year Admitted	Hours	Rate	Fee
Jessica M. Yeh	Associate	Taxation	2017	0.30	\$1,455.00	\$436.50
Mary Catherine Young	Associate	Restructuring	2023	32.00	\$885.00	\$28,320.00
Rachel Young	Associate	Restructuring	2023	4.20	\$885.00	\$3,717.00
				0.30	\$735.00	\$220.50
Anthony Zangrillo	Associate	Corporate - Capital Markets	2018	1.90	\$1,375.00	\$2,612.50
Matthew Antinossi	Partner	ECEB - Employee Benefits	1999	4.40	\$1,895.00	\$8,338.00
Ann Becchina	Partner	Corporate - Capital Markets	1996	2.60	\$1,945.00	\$5,057.00
Lindsey Beran	Partner	Litigation - General	2006	8.50	\$1,415.00	\$12,027.50
Matt Darch	Partner	Technology & IP Transactions	2013	12.10	\$1,405.00	\$17,000.50
Thad W. Davis, P.C.	Partner	Taxation	2005	6.90	\$1,795.00	\$12,385.50
Tamar Donikyan	Partner	Corporate - Capital Markets	2006	3.30	\$1,945.00	\$6,418.50
Daniel Elizondo	Partner	Corporate - M&A/Private Equity	2009	0.40	\$1,425.00	\$570.00
Emily Geier, P.C.	Partner	Restructuring	2012	154.90	\$1,495.00	\$231,575.50
John Thomas Goldman	Partner	Real Estate	2002	1.50	\$1,745.00	\$2,617.50
Richard U. S. Howell, P.C.	Partner	Litigation - General	2006	1.00	\$1,620.00	\$1,620.00
Jacquelyn M. Kasulis, P.C.	Partner	Litigation - General	2004	9.90	\$1,835.00	\$18,166.50
Zeina Kazour	Partner	Real Estate	2008	0.50	\$1,405.00	\$702.50
Daniel Lewis, P.C.	Partner	Technology & IP Transactions	2008	3.30	\$1,695.00	\$5,593.50
Allison Lullo	Partner	Litigation - General	2011	11.40	\$1,410.00	\$16,074.00
Casey McGushin	Partner	Litigation - General	2014	25.60	\$1,415.00	\$36,224.00
Christian O. Nagler, P.C.	Partner	Corporate - Capital Markets	1997	2.50	\$2,045.00	\$5,112.50
Jessica L. Pillai	Partner	Real Estate	2015	2.00	\$1,425.00	\$2,850.00
Scott D. Price, P.C.	Partner	ECEB - Executive Compensation	1991	0.30	\$2,045.00	\$613.50
William T. Pruitt	Partner	Litigation - General	2004	2.80	\$1,550.00	\$4,340.00
Josh Sussberg, P.C.	Partner	Restructuring	2004	5.60	\$2,045.00	\$11,452.00
Georgia Meadow	Junior Paralegal	Restructuring	N/A	7.30	\$325.00	\$2,372.50
Danielle Walker	Junior Paralegal	Restructuring	N/A	21.80	\$325.00	\$7,085.00

Name of Professional	Title	Department	Year Admitted	Hours	Rate	Fee
Tanzila Zomo	Junior Paralegal	Restructuring	N/A	13.70	\$325.00	\$4,452.50
Uzo Dike	Paralegal	Litigation - General	N/A	4.30	\$515.00	\$2,214.50
Amy Donahue	Paralegal	Restructuring	N/A	8.60	\$480.00	\$4,128.00
Julia R. Foster	Paralegal	Restructuring	N/A	23.10	\$480.00	\$11,088.00
Hunter Appler	Litigation & Practice Tech Project Manager	Litigation & Practice Tech	N/A	1.00	\$475.00	\$475.00
Gwen Bell	Practice Assistant	Secretarial	N/A	0.30	\$295.00	\$88.50
Song Lin	Litigation & Practice Tech Project Manager	Litigation - General	N/A	4.50	\$515.00	\$2,317.50
Matt Pinkney	Senior Designer	Presentation Design	N/A	3.00	\$465.00	\$1,395.00
Sanceau-Rae Williams	Practice Support Assistant I	Corporate - General	N/A	2.10	\$295.00	\$619.50
Kent Zee	Litigation & Practice Tech Senior Analyst	Litigation & Practice Tech	N/A	2.50	\$475.00	\$1,187.50
TOTALS				1,475.80		\$1,650,761.00

**SECTION II
SUMMARY OF SERVICES**

Matter Number	Services Rendered	Hours	Fee
5	Corporate & Governance Matters	42.40	\$59,716.00
6	Disclosure Statement/Plan/Confirmation	270.80	\$312,554.50
7	DIP Financing and Cash Collateral	3.80	\$4,525.00
8	Cash Management	9.40	\$9,353.00
9	Automatic Stay Issues	71.20	\$74,343.50
10	Asset Sales/Section 363/Use, Sale & Disp	46.60	\$57,377.00
11	Executory Contracts & Unexpired Leases	434.70	\$482,852.00
12	Business Operations	2.80	\$3,424.00
13	Claims Administration	62.50	\$74,717.50
15	Creditor and Stakeholder Communications	17.60	\$21,452.00
16	U.S. Trustee Matters and Communication	3.60	\$3,460.00
17	Hearings	79.80	\$74,787.50
18	Insurance and Surety Matters	10.10	\$12,861.50
19	Utilities	0.80	\$708.00
20	Tax Matters	29.60	\$39,261.00
21	Case Administration	62.10	\$42,812.50
22	Retention – K&E	75.30	\$77,821.00
23	Retention – Non-K&E	26.90	\$26,673.50
24	Vendor Matters	17.50	\$20,899.50
25	Litigation	183.90	\$221,458.00
26	Non-Working Travel	12.20	\$13,513.00
29	Employee and Labor Matters	12.20	\$16,191.00
SERVICES TOTALS		1,475.80	\$1,650,761.00

**SECTION III
SUMMARY OF DISBURSEMENTS**

Disbursements	Amount
Third Party Telephone Charges	\$119.00
Standard Copies or Prints	\$470.30
Tabs/Indexes/Dividers	\$1.30
Color Copies or Prints	\$940.50
Scanned Images	\$0.48
Closing/Mini Books	\$36.00
Postage	\$9.49
Local Transportation	\$311.06
Travel Expense	\$1,257.78
Airfare	\$890.57
Transportation to/from airport	\$2,872.56
Travel Meals	\$392.10
Other Travel Expenses	\$100.50
Court Reporter Fee/Deposition	\$1,359.12
Catering Expenses	\$2,240.00
Computer Database Research	\$651.00
Westlaw Research	\$6,270.46
LexisNexis Research	\$2,975.18
Overtime Transportation	\$156.81
Overtime Meals - Attorney	\$622.66
Overnight Delivery - Hard	\$445.11
DISBURSEMENTS TOTAL	\$22,121.98

**SECTION IV
CASE HISTORY**

- (1) Date cases filed: April 23, 2023
- (2) Chapter under which case commenced: Chapter 11
- (3) Date of retention: June 1, 2023, effective as of April 23, 2023. *See* **Exhibit A**.
If limit on number of hours or other limitations to retention, set forth: N/A
- (4) Summarize in brief the benefits to the estate and attach supplements as needed:¹
 - (a) The Applicant facilitated obtaining entry of an order conditionally approving the disclosure statement.
 - (b) The Applicant negotiated, drafted, and revised the chapter 11 plan and other documents related thereto, including the confirmation order and other confirmation related pleadings.
 - (c) The Applicant coordinated and facilitated the solicitation of votes for the chapter 11 plan, and fielded various inquiries and addressed issues related thereto.
 - (d) The Applicant defended the Debtors' protections under the automatic stay and fielded various inquiries related thereto.
 - (e) The Applicant negotiated and corresponded with third parties regarding the sale of certain of the Debtors' assets.
 - (f) The Applicant fielded various requests from the Debtors' landlords and negotiated associated lease issues related.
 - (g) The Applicant facilitated obtaining entry of orders regarding the assumption and assignment of certain leases, along with other bespoke lease arrangements and negotiations.
 - (h) The Applicant engaged in litigation related to certain contested lease matters and obtained entry of orders overruling objections to certain lease assumptions and assignments.

¹ The following summary is intended to highlight the general categories of services the Applicant rendered on behalf of the Debtors and for the benefit of the estates; it is not intended to itemize each and every professional service which the Applicant performed.

- (i) The Applicant participated in various hearings related to the Debtors' plan and disclosure statement, lease issues, and other key proceedings in these chapter 11 cases.
 - (j) The Applicant tended to others matters concerning administration of the chapter 11 cases.
 - (k) The Applicant rendered all other services set forth on the invoices attached hereto as **Exhibit B**.²
- (5) Anticipated distribution to creditors:
- (a) Administration expense: Paid in full.
 - (b) Secured creditors: To be paid in accordance with the *Second Amended Joint Chapter 11 Plan of Bed Bath & Beyond Inc. and Its Debtor Affiliates* (the "Plan"). See Exhibit A to the *Findings of Fact, Conclusions of Law, and Order (I) Approving the Disclosure Statement on a Final Basis and (II) Confirming the Second Amended Joint Chapter 11 Plan of Bed Bath & Beyond Inc. and Its Debtor Affiliates* [Docket No. 2172].
 - (c) Priority creditors: To be paid in accordance with the Plan.
 - (d) General unsecured creditors: To be paid in accordance with the Plan.
- (6) Final disposition of case and percentage of dividend paid to creditors: This is the fifth monthly fee statement.

² The invoice attached hereto as **Exhibit B** contains detailed descriptions of the services rendered and expenses incurred by the Applicant during the Compensation Period.

Exhibit A

Retention Order

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-1(b)

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

Joshua A. Sussberg, P.C. (admitted *pro hac vice*)

Emily E. Geier, P.C. (admitted *pro hac vice*)

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Proposed Co-Counsel for Debtors and Debtors in Possession

In re:

BED BATH & BEYOND INC., *et al.*,

Debtors.¹



Order Filed on June 1, 2023

by Clerk

U.S. Bankruptcy Court

District of New Jersey

Chapter 11

Case No. 23-13359 (VFP)

(Jointly Administered)

**ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF KIRKLAND & ELLIS LLP
AND KIRKLAND & ELLIS INTERNATIONAL LLP AS ATTORNEYS FOR THE DEBTORS AND
DEBTORS IN POSSESSION EFFECTIVE AS OF APRIL 23, 2023**

The relief set forth on the following pages, numbered two (2) through seven (7), is ORDERED.

DATED: June 1, 2023

A handwritten signature in black ink, appearing to read "Vincent F. Papalia".

Honorable Vincent F. Papalia
United States Bankruptcy Judge

¹ The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these Chapter 11 Cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these Chapter 11 Cases is 650 Liberty Avenue, Union, New Jersey 07083.

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Debtors: BED BATH & BEYOND INC., *et al.*
Case No. 23-13359 (VFP)
Caption of Order: Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of April 23, 2023.

Upon the *Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of April 23, 2023* (the “Application”),² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for the entry of an order (the “Order”) authorizing the Debtors to retain and employ Kirkland & Ellis LLP and Kirkland & Ellis International LLP (collectively, “Kirkland”) as their attorneys effective as of the Petition Date, pursuant to sections 327(a) and 330 of title 11 of the United States Code (the “Bankruptcy Code”), rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rules 2014-1 and 2016-1 of the Local Bankruptcy Rules for the District of New Jersey (the “Local Rules”); and the Court having reviewed the Application, the Declaration of Joshua A. Sussberg, the president of Joshua A. Sussberg, P.C., a partner of Kirkland & Ellis LLP, and a partner of Kirkland & Ellis International LLP (the “Sussberg Declaration”), and the declaration of Holly Etlin, the Chief Restructuring Officer and Chief Financial Officer of Bed Bath & Beyond Inc. (the “Etlin Declaration”); and the Court having found that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that the Application is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found based on the representations made in the Application and in the Sussberg Declaration that (a) Kirkland does not hold or represent an interest

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Application.

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Debtors: BED BATH & BEYOND INC., *et al.*
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adverse to the Debtors' estates and (b) Kirkland is a "disinterested person" as defined in section 101(14) of the Bankruptcy Code and as required by section 327(a) of the Bankruptcy Code; and the Court having found that the relief requested in the Application is in the best interests of the Debtors' estates; and the Court having found that the Debtors provided adequate and appropriate notice of the Application under the circumstances and that no other or further notice is required; and the Court having reviewed the Application and having heard statements in support of the Application at a hearing held before the Court (the "Hearing"); and the Court having determined that the legal and factual bases set forth in the Application and at the Hearing establish just cause for the relief granted herein; and any objections to the relief requested herein having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, and the Court having been advised that all formal and informal objections to the Motion have been resolved, **IT IS HEREBY ORDERED THAT:**

1. The Application is granted to the extent set forth herein.
2. The Debtors are authorized to retain and employ Kirkland as their attorneys effective as of the Petition Date in accordance with the terms and conditions set forth in the Application and in the Engagement Letter attached hereto as **Exhibit 1**.
3. Kirkland is authorized to provide the Debtors with the professional services as described in the Application and the Engagement Letter. Specifically, but without limitation, Kirkland will render the following legal services:
 - a. advising the Debtors with respect to their powers and duties as debtors in possession in the continued management and operation of their businesses and properties;

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Debtors: BED BATH & BEYOND INC., *et al.*
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- b. advising and consulting on their conduct during these chapter 11 cases, including all of the legal and administrative requirements of operating in chapter 11;
- c. attending meetings and negotiating with representatives of creditors and other parties in interest;
- d. taking all necessary actions to protect and preserve the Debtors' estates, including prosecuting actions on the Debtors' behalf, defending any action commenced against the Debtors, and representing the Debtors in negotiations concerning litigation in which the Debtors are involved, including objections to claims filed against the Debtors' estates;
- e. preparing pleadings in connection with these chapter 11 cases, including motions, applications, answers, orders, reports, and papers necessary or otherwise beneficial to the administration of the Debtors' estates;
- f. representing the Debtors in connection with obtaining authority to continue using cash collateral and postpetition financing;
- g. advising the Debtors in connection with any potential sale of assets;
- h. appearing before the Court and any appellate courts to represent the interests of the Debtors' estates;
- i. advising the Debtors regarding tax matters;
- j. taking any necessary action on behalf of the Debtors to negotiate, prepare, and obtain approval of a disclosure statement and confirmation of a chapter 11 plan and all documents related thereto; and
- k. performing all other necessary legal services for the Debtors in connection with the prosecution of these chapter 11 cases, including: (i) analyzing the Debtors' leases and contracts and the assumption and assignment or rejection thereof; (ii) analyzing the validity of liens against the Debtors' assets; and (iii) advising the Debtors on corporate and litigation matters.

4. Kirkland shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtors' chapter 11 cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the

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Debtors: BED BATH & BEYOND INC., *et al.*
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Bankruptcy Rules, Local Rules, and any other applicable procedures and orders of the Court. Kirkland also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "Revised UST Guidelines"), both in connection with the Application and the interim and final fee applications to be filed by Kirkland in these chapter 11 cases.

5. Notwithstanding anything in the Engagement Letter to the contrary, Kirkland shall apply any remaining amounts of its prepetition advance payment retainer as a credit toward postpetition fees and expenses, after such postpetition fees and expenses are approved pursuant to an order of the Court awarding fees and expenses to Kirkland. Kirkland is authorized without further order of the Court to reserve and apply amounts from the prepetition advance payment retainer that would otherwise be applied toward payment of postpetition fees and expenses as are necessary and appropriate to compensate and reimburse Kirkland for fees or expenses incurred on or prior to the Petition Date consistent with its ordinary course billing practices.

6. Notwithstanding anything to the contrary in the Application, the Engagement Letter, or the Declarations attached to the Application, the reimbursement provisions allowing the reimbursement of fees and expenses incurred in connection with participating in, preparing for, or responding to any action, claim, suit, or proceeding brought by or against any party that relates to the legal services provided under the Engagement Letter and fees for defending any objection to

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Debtors: BED BATH & BEYOND INC., *et al.*
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Kirkland's fee applications under the Bankruptcy Code are not approved pending further order of the Court.

7. Kirkland shall not charge a markup to the Debtors with respect to fees billed by contract attorneys who are hired by Kirkland to provide services to the Debtors and shall ensure that any such contract attorneys are subject to conflict checks and disclosures in accordance with the requirements of the Bankruptcy Code and Bankruptcy Rules.

8. In order to avoid any duplication of effort and provide services to the Debtors in the most efficient and cost-effective manner, Kirkland shall coordinate with Cole Schotz and any additional firms the Debtors retain regarding their respective responsibilities in these chapter 11 cases.

9. Kirkland shall provide ten-business-days' notice to the Debtors, the U.S. Trustee, and any official committee before any increases in the rates set forth in the Application or the Engagement Letter are implemented and shall file such notice with the Court. The U.S. Trustee retains all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

10. No agreement or understanding exists between Kirkland and any other person, other than as permitted by Bankruptcy Code section 504, to share compensation received for services rendered in connection with these chapter 11 cases, nor shall Kirkland share or agree to share compensation received for services rendered in connection with these chapter 11 cases with any other person other than as permitted by Bankruptcy Code section 504.

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Debtors: BED BATH & BEYOND INC., *et al.*
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11. The Debtors and Kirkland are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application.

12. Notice of the Application as provided therein is deemed to be good and sufficient notice of such Application, and the requirements of the Local Rules are satisfied by the contents of the Application.

13. To the extent the Application, the Sussberg Declaration, the Etlin Declaration, or the Engagement Letter is inconsistent with this Order, the terms of this Order shall govern.

14. The requirement set forth in Local Rule 9013-1(a)(3) that any motion be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Application or otherwise waived.

15. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

16. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Exhibit 1

Engagement Letter

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

Josh Sussberg, P.C.
To Call Writer Directly:
+1 212 446 4829
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December 22, 2022

Sue Gove
Director, President & Chief Executive Officer
Bed Bath & Beyond Inc.
650 Liberty Avenue
Union, New Jersey 07083

Re: Retention to Provide Legal Services

Dear Ms. Gove:

We are very pleased that you have asked us to represent Bed Bath & Beyond Inc. and its wholly owned subsidiaries, including those listed in an addendum to this letter (collectively, “Client”) in connection with a potential restructuring. Please note, the Firm’s representation is only of Client; the Firm does not and will not represent any direct or indirect shareholder, director, officer, partner, employee, affiliate, or joint venturer of Client or of any other entity.

General Terms. This retention letter (this “Agreement”) sets forth the terms of Client’s retention of Kirkland & Ellis LLP (and its affiliated entity Kirkland & Ellis International LLP (collectively, the “Firm”)) to provide legal services and constitutes an agreement between the Firm and Client (the “Parties”). This Agreement (notwithstanding any guidelines for outside counsel that Client may provide to the Firm) sets forth the Parties’ entire agreement for rendering professional services for the current matter, as well as for all other existing or future matters (collectively, the “Engagement”), except where the Parties otherwise agree in writing.

Fees. The Firm will bill Client for fees incurred at its regular hourly rates and in quarterly increments of an hour (or in smaller time increments as otherwise required by a court). The Firm reserves the right to adjust the Firm’s billing rates from time to time in the ordinary course of the Firm’s representation of Client.

Although the Firm will attempt to estimate fees to assist Client in Client’s planning if requested, such estimates are subject to change and are not binding unless otherwise expressly and unequivocally stated in writing.

Expenses. Expenses related to providing services shall be included in the Firm’s statements as disbursements advanced by the Firm on Client’s behalf. Such expenses include photocopying, printing, scanning, witness fees, travel expenses, filing and recording fees, certain secretarial overtime, and other overtime expenses, postage, express mail, and messenger charges,

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deposition costs, computerized legal research charges, and other computer services, and miscellaneous other charges. Client shall pay directly (and is solely responsible for) certain larger costs, such as consultant or expert witness fees and expenses, and outside suppliers' or contractors' charges, unless otherwise agreed by the Parties. By executing this Agreement below, Client agrees to pay for all charges in accordance with the Firm's schedule of charges, a copy of which is attached hereto at Schedule 1, as revised from time to time.

Billing Procedures. The Firm's statements of fees and expenses are typically delivered monthly, but the Firm reserves the right to alter the timing of delivering its statements depending on circumstances. Client may have the statement in any reasonable format it chooses, but the Firm will select an initial format for the statement unless Client otherwise requests in writing. Depending on the circumstances, however, estimated or summary statements may be provided, with time and expense details to follow thereafter.

Retainer. Client agrees to provide to the Firm an "advance payment retainer," as defined in Rule 1.15(c) of the Illinois Rules of Professional Conduct, *Dowling v. Chicago Options Assoc., Inc.*, 875 N.E.2d 1012, 1018 (Ill. 2007), and *In re Caesars Entm't Operating Co., Inc.*, No. 15-01145 (ABG) (Bankr. N.D. Ill. May 28, 2015) (and cases cited therein), in the amount of \$1,000,000. In addition, Client agrees to provide one or more additional advance payment retainers upon request by the Firm so that the amount of any advance payment retainers remains at or above the Firm's estimated fees and expenses. The Firm may apply the advance payment retainers to any outstanding fees as services are rendered and to expenses as they are incurred. Client understands and acknowledges that any advance payment retainers are earned by the Firm upon receipt, any advance payment retainers become the property of the Firm upon receipt, Client no longer has a property interest in any advance payment retainers upon the Firm's receipt, any advance payment retainers will be placed in the Firm's general account and will not be held in a client trust account, and Client will not earn any interest on any advance payment retainers; provided, however, that solely to the extent required under applicable law, at the conclusion of the Engagement, if the amount of any advance payment retainers held by the Firm is in excess of the amount of the Firm's outstanding and estimated fees, expenses, and costs, the Firm will pay to Client the amount by which any advance payment retainers exceed such fees, expenses, and costs. Client further understands and acknowledges that the use of advance payment retainers is an integral condition of the Engagement, and is necessary to ensure that: Client continues to have access to the Firm's services; the Firm is compensated for its representation of Client; the Firm is not a pre-petition creditor in the event of a Restructuring Case; and that in light of the foregoing, the provision of the advance payment retainers is in Client's best interests. The fact that Client has provided the Firm with an advance payment retainer does not affect Client's right to terminate the client-lawyer relationship.

Please be advised that there is another type of retainer known as a "security retainer," as defined in *Dowling v. Chicago Options Assoc.*, 875 N.E.2d at 1018, and *In re Caesars Entm't Operating Co., Inc.*, No. 15-01145 (ABG) (Bankr. N.D. Ill. May 28, 2015) (and cases cited therein). A security retainer remains the property of the client until the lawyer applies it to charges for services that are actually rendered and expenses that are incurred. Any unearned funds are then returned to the client. In other circumstances not present here, the Firm would consider a security retainer and Client's funds would be held in the Firm's segregated client trust account until applied

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to pay fees and expenses. Funds in a security retainer, however, can be subject to claims of Client's creditors and, if taken by creditors, may leave Client unable to pay for ongoing legal services, which may result in the Firm being unable to continue the Engagement. Moreover, a security retainer creates clawback risks for the Firm in the event of an insolvency proceeding. The choice of the type of retainer to be used is Client's choice alone, but for the Engagement and for the reasons set forth above, the Firm is unwilling to represent Client in the Engagement without using the advance payment retainer.

Termination. The Engagement may be terminated by either Party at any time by written notice by or to Client. The Engagement will end at the earliest of (a) Client's termination of the Engagement, (b) the Firm's withdrawal, and (c) the substantial completion of the Firm's substantive work. If permission for withdrawal is required by a court, the Firm shall apply promptly for such permission, and termination shall coincide with the court order for withdrawal. If this Agreement or the Firm's services are terminated for any reason, such termination shall be effective only to terminate the Firm's services prospectively and all the other terms of this Agreement shall survive any such termination.

Upon cessation of the Firm's active involvement in a particular matter (even if the Firm continues active involvement in other matters on Client's behalf), the Firm will have no further duty to inform Client of future developments or changes in law as may be relevant to such matter. Further, unless the Parties mutually agree in writing to the contrary, the Firm will have no obligation to monitor renewal or notice dates or similar deadlines that may arise from the matters for which the Firm had been retained.

Cell Phone and E-Mail Communication. The Firm hereby informs Client and Client hereby acknowledges that the Firm's attorneys sometimes communicate with their clients and their clients' professionals and agents by cell telephone, that such communications are capable of being intercepted by others and therefore may be deemed no longer protected by the attorney-client privilege, and that Client must inform the Firm if Client does not wish the Firm to discuss privileged matters on cell telephones with Client or Client's professionals or agents.

The Firm hereby informs Client and Client hereby acknowledges that the Firm's attorneys sometimes communicate with their clients and their clients' professionals and agents by unencrypted e-mail, that such communications are capable of being intercepted by others and therefore may be deemed no longer protected by the attorney-client privilege, and that Client must inform the Firm if Client wishes to institute a system to encode all e-mail between the Firm and Client or Client's professionals or agents.

File Retention. All records and files will be retained and disposed of in compliance with the Firm's policy in effect from time to time. Subject to future changes, it is the Firm's current policy generally not to retain records relating to a matter for more than five years. Upon Client's prior written request, the Firm will return client records that are Client's property to Client prior to their destruction. Although we will return your records (i.e., your client file) to you at any time upon your written request, you agree that your client file will not include our Firm's internal files including administrative materials, internal communications, and drafts. It is not administratively feasible for the Firm to advise Client of the closing of a matter or the disposal of records. The

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Firm recommends, therefore, that Client maintain Client's own files for reference or submit a written request for Client's client files promptly upon conclusion of a matter. Notwithstanding anything to the contrary herein, Client acknowledges and agrees that any applicable privilege of Client (including any attorney-client and work product privilege or any duty of confidentiality) (collectively, the "Privileges") belongs to Client alone and not to any successor entity (including without limitation the Client after a change in control or other similar restructuring or non-restructuring transaction (including without limitation a reorganized Client after the effective date of a plan of reorganization), whether through merger, asset or equity sale, business combination, or otherwise, irrespective of whether such transaction occurs in a Restructuring Case or on an out-of-court basis (in each case, a "Transaction")). Client hereby waives any right, title, and interest of such successor entity to all information, data, documents, or communications in any format covered by the Privileges that is in the possession of the Firm ("Firm Materials"), to the extent that such successor entity had any right, title, and interest to such Firm Materials. For the avoidance of doubt, Client agrees and acknowledges that after a Transaction, such successor entity shall have no right to claim or waive the Privileges or request the return of any such Firm Materials; instead, such Firm Materials shall remain in the Firm's sole possession and control for its exclusive use, and the Firm will (a) not waive any Privileges or disclose the Firm Materials, (b) take all reasonable steps to ensure that the Privileges survive and remain in full force and effect, and (c) assert the Privileges to prevent disclosure of any Firm Materials.

Data Protection. You further agree that, if you provide us with personal data, you have complied with applicable data protection legislation and that we may process such personal data in accordance with our Data Transfer and Privacy Policy at www.kirkland.com. We process your personal data in order to (i) carry out work for you; (ii) share the data with third parties such as expert witnesses and other professional advisers if our work requires; (iii) comply with applicable laws and regulations and (iv) provide you with information relating to our Firm and its services.

Conflicts of Interest. As is customary for a law firm of the Firm's size, there are numerous business entities, with which Client currently has relationships, that the Firm has represented or currently represents in matters unrelated to Client.

Further, in undertaking the representation of Client, the Firm wants to be fair not only to Client's interests but also to those of the Firm's other clients. Because Client is engaged in activities (and may in the future engage in additional activities) in which its interests may diverge from those of the Firm's other clients, the possibility exists that one of the Firm's current or future clients may take positions adverse to Client (including litigation or other dispute resolution mechanisms) in a matter in which such other client may have retained the Firm or one of Client's adversaries may retain the Firm in a matter adverse to another entity or person.

In the event a present conflict of interest exists between Client and the Firm's other clients or in the event one arises in the future, Client agrees to waive any such conflict of interest or other objection that would preclude the Firm's representation of another client (a) in other current or future matters substantially unrelated to the Engagement or (b) other than during a Restructuring Case (as defined below), in other matters related to Client (such representation an "Allowed Adverse Representation"). By way of example, such Allowed Adverse Representations might take the form of, among other contexts: litigation (including arbitration, mediation and other forms of

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dispute resolution); transactional work (including consensual and non-consensual merger, acquisition, and takeover situations, financings, and commercial agreements); counseling (including advising direct adversaries and competitors); and restructuring (including bankruptcy, insolvency, financial distress, recapitalization, equity and debt workouts, and other transactions or adversarial adjudicative proceedings related to any of the foregoing and similar matters).

Client also agrees that it will not, for itself or any other entity or person, assert that either (i) the Firm's representation of Client or any of Client's affiliates in any past, present, or future matter or (ii) the Firm's actual or possible possession of confidential information belonging to Client or any of Client's affiliates is a basis to disqualify the Firm from representing another entity or person in any Allowed Adverse Representation. Client further agrees that any Allowed Adverse Representation does not breach any duty that the Firm owes to Client or any of Client's affiliates. Client also agrees that the Firm's representation in the Engagement is solely of Client and that no member or other entity or person related to it (such as a shareholder, parent, subsidiary, affiliate, director, officer, partner, employee, or joint venturer) has the status of a client for conflict of interest purposes.

In addition, if a waiver of a conflict of interest necessary to allow the Firm to represent another client in a matter that is not substantially related to the Engagement is not effective for any reason, Client agrees that the Firm may withdraw from the Engagement. Should that occur, Client will not, for itself or any other entity or person, seek to preclude such termination of services or assert that either (a) the Firm's representation of Client or any of Client's affiliates in any past, present, or future matter or (b) the Firm's actual or possible possession of confidential information belonging to Client or any of Client's affiliates is a basis to disqualify the Firm from representing such other client or acting on such adverse matter.

It is important that you review this letter carefully and consider all of the advantages and disadvantages of waiving certain conflicts of interests that would otherwise bar the Firm from representing parties with interests adverse to you during the time in which the Firm is representing you. You also understand that because this waiver includes future issues and future clients that are unknown and unknowable at this time, it is impossible to provide you with any more details about those prospective clients and matters. Thus, in choosing to execute this waiver, you have recognized the inherent uncertainty about the array of potential matters and clients the Firm might take on in matters that are adverse to you but have nonetheless decided it is in your interest to waive conflicts of interest regarding the Allowed Adverse Representations and waive rights to prohibit the Firm's potential withdrawal should a conflict waiver prove ineffectual.

The Firm informs Client that certain entities owned by current or former Firm attorneys and senior staff ("attorney investment entities") have investments in funds or companies that may, directly or indirectly, be affiliated with Client, hold investments in Client's debt or equity securities, may be adverse to Client, or conduct commercial transactions with Client (each, a "Passive Holding"). The attorney investment entities are passive and have no management or other control rights in such funds or companies. The Firm notes that other persons may in the future assert that a Passive Holding creates, in certain circumstances, a conflict between the Firm's exercise of its independent professional judgment in rendering advice to Client and the financial interest of Firm attorneys participating in the attorney investment entities, and such other persons

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might seek to limit Client's ability to use the Firm to advise Client on a particular matter. While the Firm cannot control what a person might assert or seek, the Firm believes that the Firm's judgment will not be compromised by virtue of any Passive Holding. Please let us know if Client has any questions or concerns regarding the Passive Holdings. By executing this letter, Client acknowledges the Firm's disclosure of the foregoing.

Insurance. As required under California Business and Professions Code § 6148, Client is hereby advised that the Firm maintains errors and omissions insurance coverage that will be applicable to the services to be rendered by the Firm on Client's behalf as described in this Agreement.

Restructuring Cases. If it becomes necessary for Client to commence a restructuring case under chapter 11 of the U.S. Bankruptcy Code (a "Restructuring Case"), the Firm's ongoing employment by Client will be subject to the approval of the court with jurisdiction over the petition. If necessary, the Firm will take steps necessary to prepare the disclosure materials required in connection with the Firm's retention as lead restructuring counsel. In the near term, the Firm will begin conflicts checks on potentially interested parties as provided by Client.

If necessary, the Firm will prepare a preliminary draft of a schedule describing the Firm's relationships with certain interested parties (the "Disclosure Schedule"). The Firm will give Client a draft of the Disclosure Schedule once it is available. Although the Firm believes that these relationships do not constitute actual conflicts of interest, these relationships must be described and disclosed in Client's application to the court to retain the Firm.

If in the Firm's determination a conflict of interest arises in Client's Restructuring Case requiring separate conflicts counsel, then Client will be required to use separate conflicts counsel in those matters.

No Guarantee of Success. It is impossible to provide any promise or guarantee about the outcome of Client's matters. Nothing in this Agreement or any statement by Firm staff or attorneys constitutes a promise or guarantee. Any comments about the outcome of Client's matter are simply expressions of judgment and are not binding on the Firm.

Consent to Use of Information. In connection with future materials that, for marketing purposes, describe facets of the Firm's law practice and recite examples of matters the Firm handles on behalf of clients, Client agrees that, if those materials avoid disclosing Client's confidences and secrets as defined by applicable ethical rules, they may identify Client as a client, may contain factual synopses of Client's matters, and may indicate generally the results achieved.

Reimbursement of Fees and Expenses. Client agrees to promptly reimburse the Firm for all internal or external fees and expenses, including the amount of the Firm's attorney and paralegal time at normal billing rates, as incurred by the Firm in connection with participating in, preparing for, or responding to any action, claim, objection, suit, or proceeding brought by or against any third-party that relates to the legal services provided by the Firm under this Agreement. Without limiting the scope of the foregoing, and by way of example only, this paragraph extends to all such fees and expenses incurred by the Firm: in responding to document subpoenas, and preparing for

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and testifying at depositions and trials; and with respect to the filing, preparation, prosecution or defense of any applications by the Firm for approval of fees and expenses in a judicial, arbitral, or similar proceeding. Further, Client understands, acknowledges, and agrees that in connection with a Restructuring Case, if Client has not objected to the payment of a Firm invoice or to a Firm fee and expense application, has in fact paid such invoice, or has approved such fee and expense application, then Client waives its right (and the right of any successor entity as a result of a Transaction or otherwise) to subsequently object to the payment of fees and expenses covered by such invoice or fee application.

LLP. Kirkland & Ellis LLP is a limited liability partnership organized under the laws of Illinois, and Kirkland & Ellis International LLP is a limited liability partnership organized under the laws of Delaware. Pursuant to those statutory provisions, an obligation incurred by a limited liability partnership, whether arising in tort, contract or otherwise, is solely the obligation of the limited liability partnership, and partners are not personally liable, directly or indirectly, by way of indemnification, contribution, assessment or otherwise, for such obligation solely by reason of being or so acting as a partner.

Governing Law. This Agreement shall be governed by, and construed in accordance with, the laws of the State of Illinois, without giving effect to the conflicts of law principles thereof.

Miscellaneous. This Agreement sets forth the Parties' entire agreement for rendering professional services. It can be amended or modified only in writing and not orally or by course of conduct. Each Party signing below is jointly and severally responsible for all obligations due to the Firm and represents that each has full authority to execute this Agreement so that it is binding. This Agreement may be signed in one or more counterparts and binds each Party countersigning below, whether or not any other proposed signatory ever executes it. If any provision of this Agreement or the application thereof is held invalid or unenforceable, the invalidity or unenforceability shall not affect other provisions or applications of this Agreement which can be given effect without such provisions or application, and to this end the provisions of this Agreement are declared to be severable. Any agreement or waiver contained herein by Client extends to any assignee or successor in interest to Client, including without limitation the reorganized Client upon and after the effective date of a plan of reorganization in a Restructuring Case.

This Agreement is the product of arm's-length negotiations between sophisticated parties, and Client acknowledges that it is experienced with respect to the retention of legal counsel. Therefore, the Parties acknowledge and agree that any otherwise applicable rule of contract construction or interpretation which provides that ambiguities shall be construed against the drafter (and all similar rules of contract construction or interpretation) shall not apply to this Agreement. The Parties further acknowledge that the Firm is not advising Client with respect to this Agreement because the Firm would have a conflict of interest in doing so, and that Client has consulted (or had the opportunity to consult) with legal counsel of its own choosing. Client further acknowledges that Client has entered into this Agreement and agreed to all of its terms and conditions voluntarily and fully-informed, based on adequate information and Client's own independent judgment. The Parties further acknowledge that they intend for this Agreement to be effective and fully enforceable upon its execution and to be relied upon by the Parties.

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Please confirm your agreement with the arrangements described in this letter by signing the enclosed copy of this letter in the space provided below and returning it to us. Please understand that, if we do not receive a signed copy of this letter within twenty-one days, we will withdraw from representing you in this Engagement.

Very truly yours,

KIRKLAND & ELLIS LLP

By: _____

Printed Name: Joshua A. Sussberg, P.C.
Title: Partner

Agreed and accepted this 22nd day of December, 2022

BED BATH & BEYOND INC., on behalf of itself
and its subsidiaries

By: _____

Name: Sue Gove

Title: President & Chief Executive Officer

DocuSigned by:

Sue Gove

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ADDENDUM: List of Client Subsidiaries

Bed Bath & Beyond Canada L.P.

BUY BUY BABY, INC.

Decorist, LLC

Harmon Stores, Inc.

BED BATH & BEYOND OF CALIFORNIA LIMITED LIABILITY COMPANY

BBB CANADA LP INC.

BBB Canada Ltd.

BBB Value Services Inc.

BBBY Management Corporation

BBBYCF LLC

BBBYTF LLC

bed 'n bath Stores Inc.

BWAO LLC

CHEF C HOLDINGS LLC

LIBERTY PROCUREMENT CO. INC.

Alamo Bed Bath & Beyond Inc.

Bed Bath & Beyond of

Annapolis Inc.

Bed Bath & Beyond of Arundel Inc.

Bed Bath & Beyond of Baton Rouge Inc.

Bed Bath & Beyond of

Birmingham Inc.

Bed Bath & Beyond of Bridgewater Inc.

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Bed Bath & Beyond of Davenport Inc.

Bed Bath & Beyond of Gallery Place, L.L.C.

Bed Bath & Beyond of East Hanover Inc.

Bed Bath & Beyond of Edgewater Inc.

Bed Bath & Beyond of Falls Church Inc.

Bed Bath & Beyond of Fashion Center Inc.

Bed Bath & Beyond of Frederick Inc.

Bed Bath & Beyond of

Gaithersburg Inc.

Bed Bath & Beyond of Knoxville Inc.

Bed Bath & Beyond of Lexington Inc.

Bed Bath & Beyond of Lincoln

Park Inc.

Bed Bath & Beyond of Louisville, Inc.

Bed Bath & Beyond of Mandeville Inc.

Bed Bath & Beyond of Opry Inc.

Bed Bath & Beyond of Overland Park Inc.

Bed Bath & Beyond of Palm Desert Inc.

Bed Bath & Beyond of Paradise Valley Inc.

Bed Bath & Beyond of Pittsford

Inc.

Bed Bath & Beyond of Portland Inc.

Bed Bath & Beyond of Rockford

Inc.

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Bed Bath & Beyond of Saint Louis Inc.

Bed Bath & Beyond of Towson Inc.

Bed Bath & Beyond of Virginia

Beach Inc.

Bed Bath & Beyond of Waldorf Inc.

Bed Bath & Beyond of Woodbridge Inc.

Buy Buy Baby of Rockville, Inc.

Buy Buy Baby of Springfield, Inc.

Buy Buy Baby of Totowa, Inc.

Deerbrook Bed Bath & Beyond
Inc.

Harmon of Brentwood Inc.

Harmon of Caldwell Inc.

Harmon of Carlstadt Inc.

Harmon of Franklin Inc.

Harmon of Greenbrook II Inc.

Harmon of Hackensack Inc.

Harmon of Hanover Inc.

Harmon of Hartsdale Inc.

Harmon of Manalapan Inc.

Harmon of Massapequa Inc.

Harmon of Melville Inc.

Harmon of New Rochelle Inc.

Harmon of Newton Inc.

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Harmon of Old Bridge Inc.

Harmon of Plainview Inc.

Harmon of Raritan Inc.

Harmon of Rockaway Inc.

Harmon of Shrewsbury Inc.

Harmon of Totowa Inc.

Harmon of Wayne Inc.

Harmon of Westfield Inc.

Harmon of Yonkers Inc.

San Antonio Bed Bath &

Beyond Inc.

Springfield Buy Buy Baby, Inc.

BBB Mexico LLC

Bed Bath & Beyond of Manhattan Inc.

Bed Bath & Beyond of Norman Inc.

Harmon of Roxbury Inc.

Of A Kind, Inc.

One Kings Lane LLC

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KIRKLAND & ELLIS LLP

CLIENT-REIMBURSABLE EXPENSES AND OTHER CHARGES

Effective 01/01/2022

The following outlines Kirkland & Ellis LLP's ("K&E LLP") policies and standard charges for various services performed by K&E LLP and/or by other third parties on behalf of the client which are often ancillary to our legal services. Services provided by in-house K&E LLP personnel are for the convenience of our clients. Given that these services are often ancillary to our legal services, in certain instances it may be appropriate and/or more cost efficient for these services to be outsourced to a third-party vendor. If services are provided beyond those outlined below, pricing will be based on K&E LLP's approximate cost and/or comparable market pricing.

- **Duplicating, Reprographics and Printing:** The following list details K&E LLP's charges for duplicating, reprographics and printing services:
 - ▶ Black and White Copy or Print (all sizes of paper):
 - \$0.16 per impression for all U.S. offices
 - €0.10 per impression in Munich
 - £0.15 per impression in London
 - HK\$1.50 per impression in Hong Kong
 - RMB1.00 per impression in Beijing and Shanghai
 - ▶ Color Copy or Print (all sizes of paper):
 - \$0.55 per impression
 - ▶ Scanned Images:
 - \$0.16 per page for black and white or color scans
 - ▶ Other Services:
 - CD/DVD Duplicating or Mastering - \$7/\$10 per CD/DVD
 - Binding - \$0.70 per binding
 - Large or specialized binders - \$13/\$27
 - Tabs - \$0.13 per item
 - OCR/File Conversion - \$0.03 per page
 - Large Format Printing - \$1.00 per sq. ft.
- **Secretarial and Word Processing:** Clients are not charged for secretarial and word processing activities incurred on their matters during standard business hours.
- **Overtime Charges:** Clients will be charged for overtime costs for secretarial and document services work if either (i) the client has specifically requested the after-hours work or (ii) the nature of the work being done for the client necessitates out-of-hours overtime and such work could not have been done during normal working hours. If these conditions are satisfied, costs for related overtime meals and transportation also will be charged.

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- **Travel Expenses:** We charge clients our out-of-pocket costs for travel expenses including associated travel agency fees. We charge coach fares (business class for international flights) unless the client has approved business-class, first-class or an upgrade. K&E LLP personnel are instructed to incur only reasonable airfare, hotel and meal expenses. K&E LLP negotiates, uses, and passes along volume discount hotel and air rates whenever practicable. However, certain retrospective rebates may not be passed along.
- **Catering Charges:** Clients will be charged for any in-house catering service provided in connection with client matters.
- **Communication Expenses:** We do not charge clients for telephone calls or faxes made from K&E LLP's offices with the exception of third-party conference calls and videoconferences.

Charges incurred for conference calls, videoconferences, cellular telephones, and calls made from other third-party locations will be charged to the client at the actual cost incurred. Further, other telecommunication expenses incurred at third-party locations (e.g., phone lines at trial sites, Internet access, etc.) will be charged to the client at the actual cost incurred.

- **Overnight Delivery/Postage:** We charge clients for the actual cost of overnight and special delivery (e.g., Express Mail, FedEx, and DHL), and U.S. postage for materials mailed on the client's behalf. K&E LLP negotiates, uses, and passes along volume discount rates whenever practicable.
- **Messengers:** We charge clients for the actual cost of a third party vendor messenger.
- **Library Research Services:** Library Research staff provides research and document retrieval services at the request of attorneys, and clients are charged per hour for these services. Any expenses incurred in connection with the request, such as outside retrieval service or online research charges, are passed on to the client at cost, including any applicable discounts.
- **Online Research Charges:** K&E LLP charges for costs incurred in using third-party online research services in connection with a client matter. K&E LLP negotiates and uses discounts or special rates for online research services whenever possible and practicable and passes through the full benefit of any savings to the client based on actual usage.
- **Inter-Library Loan Services:** Our standard client charge for inter-library loan services when a K&E LLP library employee borrows a book from an outside source is \$25 per title. There is no client charge for borrowing books from K&E LLP libraries in other cities or from outside collections when the title is part of the K&E LLP collection but unavailable.

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- **Off-Site Legal Files Storage:** Clients are not charged for off-site storage of files unless the storage charge is approved in advance.
- **Electronic Data Storage:** K&E LLP will not charge clients for costs to store electronic data and files on K&E LLP's systems if the data stored does not exceed 100 gigabytes (GB). If the data stored for a specific client exceeds 100GB, K&E LLP will charge clients \$6.00 per month/per GB for all network data stored until the data is either returned to the client or properly disposed of. For e-discovery data on the Relativity platform, K&E LLP will also charge clients \$6.00 per month/per GB until the data is either returned to the client or properly disposed of.
- **Calendar Court Services:** Our standard charge is \$25 for a court filing and other court services or transactions.
- **Supplies:** There is no client charge for standard office supplies. Clients are charged for special items (e.g., a minute book, exhibit tabs/indexes/dividers, binding, etc.) and then at K&E LLP's actual cost.
- **Contract Attorneys and Contract Non-Attorney Billers:** If there is a need to utilize a contract attorney or contract non-attorney on a client engagement, clients will be charged a standard hourly rate for these billers unless other specific billing arrangements are agreed between K&E LLP and client.
- **Expert Witnesses, Experts of Other Types, and Other Third Party Consultants:** If there is a need to utilize an expert witness, expert of other type, or other third party consultant such as accountants, investment bankers, academicians, other attorneys, etc. on a client engagement, clients will be requested to retain or pay these individuals directly unless specific billing arrangements are agreed between K&E LLP and client.
- **Third Party Expenditures:** Third party expenditures (e.g., corporate document and lien searches, lease of office space at Trial location, IT equipment rental, SEC and regulatory filings, etc.) incurred on behalf of a client, will be passed through to the client at actual cost. If the invoice exceeds \$50,000, it is K&E LLP's policy that wherever possible such charges will be directly billed to the client. In those circumstances where this is not possible, K&E LLP will seek reimbursement from our client prior to paying the vendor.

Unless otherwise noted, charges billed in foreign currencies are determined annually based on current U.S. charges at an appropriate exchange rate.

Form order – ntcorder

UNITED STATES BANKRUPTCY COURT

District of New Jersey
MLK Jr Federal Building
50 Walnut Street
Newark, NJ 07102

Case No.: 23–13359–VFP
Chapter: 11
Judge: Vincent F. Papalia

In Re: Debtor(s) (name(s) used by the debtor(s) in the last 8 years, including married, maiden, trade, and address):

Bed Bath & Beyond Inc.
650 Liberty Avenue
Union, NJ 07083

Social Security No.:

Employer's Tax I.D. No.:
11–2250488

**NOTICE OF JUDGMENT OR ORDER
Pursuant to Fed. R. Bankr. P. 9022**

Please be advised that on June 5, 2023, the court entered the following judgment or order on the court's docket in the above-captioned case:

Document Number: 617 – 413

Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of April 23, 2023. (Related Doc # 413). Service of notice of the entry of this order pursuant to Rule 9022 was made on the appropriate parties. See BNC Certificate of Notice. Signed on 6/1/2023. (jf)

Parties may review the order by accessing it through PACER or the court's electronic case filing system (CM/ECF). Public terminals for viewing are also available at the courthouse in each vicinage.

Dated: June 5, 2023

JAN: jf

Jeanne Naughton
Clerk

Exhibit B

Invoice

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084773
Client Matter: 53510-5

In the Matter of Corporate & Governance Matters

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 59,716.00

Total legal services rendered

\$ 59,716.00

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ann Becchina	1.60	1,945.00	3,112.00
Alessandra Corona Henriques	1.50	1,155.00	1,732.50
Tamar Donikyan	3.30	1,945.00	6,418.50
Daniel Elizondo	0.40	1,425.00	570.00
Ross J. Fiedler	3.80	1,295.00	4,921.00
Emily Geier, P.C.	11.70	1,495.00	17,491.50
Abdullah J. Khan	7.50	885.00	6,637.50
Christian O. Nagler, P.C.	2.50	2,045.00	5,112.50
Scott D. Price, P.C.	0.30	2,045.00	613.50
Noah Z. Sosnick	6.10	1,155.00	7,045.50
Josh Sussberg, P.C.	1.60	2,045.00	3,272.00
Rachel Young	0.20	885.00	177.00
Anthony Zangrillo	1.90	1,375.00	2,612.50
TOTALS	42.40		\$ 59,716.00

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Tamar Donikyan	0.60	Draft correspondence re AST records (.3); review correspondence re AST share issuance direction (.3).
08/01/23	Ross J. Fiedler	0.60	Correspond with Company advisors re corporate matters (.5); correspond with B. Scott re same (.1).
08/01/23	Abdullah J. Khan	0.50	Draft response re section 16 issue.
08/01/23	Anthony Zangrillo	0.20	Review and analyze AST Letter.
08/02/23	Abdullah J. Khan	0.50	Draft response re section 16 query.
08/02/23	Josh Sussberg, P.C.	0.10	Telephone conference with Company re board vantage.
08/02/23	Rachel Young	0.20	Correspond with S. Margolis re company affiliates.
08/03/23	Ross J. Fiedler	0.40	Telephone conference with disinterested directors, E. Geier re update (.4).
08/03/23	Emily Geier, P.C.	1.70	Prepare for and participate in weekly ad hoc group conference (.8); correspond with R. Fiedler, K&E team re matters re same (.9).
08/03/23	Abdullah J. Khan	0.60	Draft response re section 16 query.
08/04/23	Abdullah J. Khan	0.20	Correspond with transfer agent re section 16 query.
08/04/23	Josh Sussberg, P.C.	0.10	Correspond with E. Geier, K&E team re board conference.
08/05/23	Daniel Elizondo	0.40	Draft, revise closing indexes.
08/05/23	Josh Sussberg, P.C.	0.20	Correspond with E. Geier, K&E team re board conference and materials.
08/06/23	Noah Z. Sosnick	0.20	Correspond with R. Fiedler re board materials (.1); review correspondence re same (.1).
08/07/23	Noah Z. Sosnick	0.50	Telephone conference with M. Young re board materials (.3); review and analyze materials re same (.2).
08/08/23	Ross J. Fiedler	0.50	Telephone conference with H. Edelman, J. Sussberg, and E. Geier re board meeting (.5).
08/08/23	Emily Geier, P.C.	1.70	Telephone conference with Company, J. Sussberg, K&E team re governance matters (.6); correspond with R. Fiedler, K&E team re same (1.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/08/23	Noah Z. Sosnick	0.40	Correspond with M. Young re board materials (.1); review same (.3).
08/08/23	Josh Sussberg, P.C.	0.10	Correspond with Company re board questions.
08/09/23	Emily Geier, P.C.	2.40	Review and revise board materials (1.6); conference with R. Fiedler re same and related matters (.6); correspond with R. Fiedler, K&E team re same (.2).
08/09/23	Abdullah J. Khan	1.50	Review and analyze section 16 issue.
08/09/23	Noah Z. Sosnick	2.50	Draft and revise board materials (2.3); correspond with R. Fiedler re same (.2).
08/10/23	Alessandra Corona Henriques	0.50	Telephone conference with T. Donikyan, K&E team re section 16.
08/10/23	Tamar Donikyan	1.00	Draft, review correspondence with AST (.5); telephone conference with A. Corona Henriques, T. Donikyan re Section 16 matters (.5).
08/10/23	Ross J. Fiedler	0.30	Telephone conference with disinterested directors, E. Geier re update (.3).
08/10/23	Emily Geier, P.C.	2.10	Review and revise board materials (1.1); correspond with R. Fiedler, K&E team re same (.2); correspond with Company re same (.6); correspond with W. Pruitt re same (.2).
08/10/23	Abdullah J. Khan	3.00	Review and analyze section 16 issue.
08/10/23	Noah Z. Sosnick	2.50	Draft and revise board materials (2.2); correspond with E. Geier, Company re same (.3).
08/10/23	Josh Sussberg, P.C.	0.10	Correspond with E. Geier, K&E team re board conference.
08/10/23	Anthony Zangrillo	0.70	Review and analyze share count.
08/11/23	Ross J. Fiedler	0.30	Review, revise board materials re chapter 11 update (.3).
08/11/23	Emily Geier, P.C.	1.20	Prepare for and participate in board conference (.8); correspond with board, general counsel re same (.4).
08/11/23	Christian O. Nagler, P.C.	1.50	Telephone conference with A. Khan, K&E team re section 16 claims (.5); review materials re same (1.0).
08/11/23	Josh Sussberg, P.C.	0.50	Participate in board telephone conference.
08/14/23	Ann Becchina	0.30	Correspond with T. Donikyan re termination and Section 16 reporting of equity vesting.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/14/23	Tamar Donikyan	0.20	Draft, review correspondence re AST instructions.
08/16/23	Ann Becchina	0.50	Telephone conference with T. Donikyan and C. Nagler re potential Hudson Bay Section 16 reporting claim.
08/16/23	Tamar Donikyan	1.50	Conference with M Adelstein re Hudson Bay trading (1.0); correspond with A. Becchina, K&E team re same (.5).
08/16/23	Christian O. Nagler, P.C.	1.00	Telephone conference with T. Donikyan, K&E team re Section 16 (.5); review and analyze issues re same (.5).
08/17/23	Ann Becchina	0.80	Correspond with C. Nagler, K&E team re Hudson Bay, Kelley Drye re Section 16 reporting issue (.5); telephone conference with C. Nagler re same (.3).
08/17/23	Emily Geier, P.C.	0.20	Correspond with ad hoc committee re conference and status.
08/18/23	Ross J. Fiedler	0.50	Correspond with K&E team re Board and compensation matters (.2); review Board materials re chapter 11 update (.3).
08/18/23	Scott D. Price, P.C.	0.30	Correspond with R. Fiedler, K&E team re director compensation.
08/23/23	Ross J. Fiedler	0.30	Correspond with A. Lullo, K&E team re corporate matters.
08/23/23	Abdullah J. Khan	0.70	Review and analyze query from stockholder.
08/23/23	Anthony Zangrillo	0.30	Review and analyze query from stockholder.
08/24/23	Ross J. Fiedler	0.50	Telephone conference with disinterested directors re case update.
08/24/23	Emily Geier, P.C.	0.80	Prepare for and participate in weekly telephone conference with ad hoc committee.
08/24/23	Abdullah J. Khan	0.50	Analyze and review stockholder request (.3); correspond with AST re searches (.2).
08/24/23	Anthony Zangrillo	0.50	Review, analyze re transfer agent matters.
08/25/23	Alessandra Corona Henriques	1.00	Draft correspondence re retroactive search for AST.
08/25/23	Emily Geier, P.C.	0.60	Draft board update (.3); correspond with client re same (.3).
08/25/23	Anthony Zangrillo	0.20	Review and analyze shareholder requests.
08/26/23	Emily Geier, P.C.	0.20	Correspond with board chair re board update.
08/28/23	Ross J. Fiedler	0.40	Review board materials (.3); correspond with E. Geier, K&E team re same (.1).

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084773

Bed Bath and Beyond Inc.

Matter Number:

53510-5

Corporate & Governance Matters

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/29/23	Josh Sussberg, P.C.	0.30	Telephone conference with H. Edelman re board composition and next steps (.2); telephone conference with E. Geier re same (.1).
08/31/23	Emily Geier, P.C.	0.80	Prepare for and participate in weekly telephone conference with ad hoc committee.
08/31/23	Josh Sussberg, P.C.	0.20	Correspond with E. Geier re special committee report and oversight committee status.
Total		42.40	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084734
Client Matter: 53510-6

In the Matter of Disclosure Statement/Plan/Confirmation

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 312,554.50

Total legal services rendered

\$ 312,554.50

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084734

Bed Bath and Beyond Inc.

Matter Number:

53510-6

Disclosure Statement/Plan/Confirmation

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ross J. Fiedler	43.50	1,295.00	56,332.50
Julia R. Foster	0.60	480.00	288.00
Max M. Freedman	0.20	995.00	199.00
Emily Geier, P.C.	50.70	1,495.00	75,796.50
Samantha Helgason	2.80	995.00	2,786.00
Richard U. S. Howell, P.C.	0.70	1,620.00	1,134.00
Mike James Koch	0.10	885.00	88.50
Sarah R. Margolis	28.40	1,155.00	32,802.00
Chris Pavlovich	11.50	1,155.00	13,282.50
Zak Piech	51.90	885.00	45,931.50
Zak Read	6.60	885.00	5,841.00
Noah Z. Sosnick	46.00	1,155.00	53,130.00
Charles B. Sterrett	2.80	1,245.00	3,486.00
Josh Sussberg, P.C.	0.10	2,045.00	204.50
Mary Catherine Young	23.50	885.00	20,797.50
Tanzila Zomo	1.40	325.00	455.00
TOTALS	270.80		\$ 312,554.50

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Ross J. Fiedler	6.20	Telephone conference with Company advisors re chapter 11 plan (.5); prepare for conditional disclosure statement hearing (4.3); telephone conference with B. Scott re plan issues (.3); review, analyze amended plan, disclosure statement (.9); correspond with K&E team, Company advisors re JV settlement agreement (.2).
08/01/23	Emily Geier, P.C.	2.20	Telephone conference and correspond with K&E team re revised plan and disclosure statement (1.2); telephone conference with R. Fiedler re hearing for same (.4); correspond with K&E team re ballot revisions (.3); review, analyze disclosure statement objection (.3).
08/01/23	Samantha Helgason	2.50	Review, revise disclosure statement for solicitation (1.7); correspond with R. Fiedler, K&E team re same (.4); prepare same for filing (.4).
08/01/23	Richard U. S. Howell, P.C.	0.20	Review, analyze correspondence re open discovery issues.
08/01/23	Sarah R. Margolis	2.20	Review, revise disclosure statement order, exhibits re solicitation (1.7); correspond with Z. Read re same (.3); correspond with N. Sosnick, R. Fiedler re same (.2).
08/01/23	Chris Pavlovich	2.50	Review, revise disclosure statement (1.1); correspond with S. Helgason, Cole Schotz re same (.4); review, revise disclosure statement motion and exhibits (.8); correspond with S. Margolis, K&E team re same (.2).
08/01/23	Zak Piech	0.80	Research confirmation order precedent.
08/01/23	Zak Read	5.80	Review, revise disclosure statement order, solicitation documents (3.9); correspond with C. Pavlovich, K&E team re same (.1); conference with S. Margolis re same (.2); further review, revise same (.8) correspond with Cole Schotz re same (.1); research, analyze issues re same (.6); correspond with S. Margolis, K&E team re same (.1).

Legal Services for the Period Ending August 31, 2023

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Bed Bath and Beyond Inc.

Matter Number:

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Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Noah Z. Sosnick	1.60	Telephone conference with Company, R. Fiedler re plan (.5); draft and revise chapter 11 plan (.7); correspond with K&E team, Cole Schotz re same (.4).
08/01/23	Noah Z. Sosnick	1.00	Prepare for disclosure statement hearing.
08/01/23	Josh Sussberg, P.C.	0.10	Conference with E. Geier re disclosure statement hearing.
08/02/23	Ross J. Fiedler	2.10	Coordinate solicitation process (1.0); correspond with Company advisors re same (.4); telephone conferences with Kroll, Cole Schotz, and K&E team re same (.5); correspond with Company, Company advisors re JV settlement issues (.2).
08/02/23	Samantha Helgason	0.20	Correspond with S. Margolis re solicitation materials.
08/02/23	Sarah R. Margolis	5.10	Correspond with Kroll re solicitation procedures (1.7); review, analyze plan class report, Kroll inquiries (1.7); review, analyze disclosure statement re same (.5); correspond with C. Pavlovich re same (.5); review, revise publication notice (.6); correspond with S. Golden re same (.1).
08/02/23	Chris Pavlovich	4.60	Review, revise solicitation materials (3.5); correspond with S. Margolis, K&E team, Kroll re same (.6); research, analyze same (.5).
08/02/23	Noah Z. Sosnick	0.20	Correspond with C Street re plan communication materials.
08/03/23	Ross J. Fiedler	0.80	Attend to disclosure statement and plan solicitation process (.5); telephone conferences with Company advisors re same (.3).
08/03/23	Sarah R. Margolis	1.40	Correspond with S. Golden re publication notice (.1); review, analyze same (.5); correspond with R. Fiedler, C. Pavlovich re litigation claims (.2); correspond with Alix team re same (.1); telephone conference with Kroll re same (.2); review, analyze correspondence from Kroll re solicitation (.3).
08/03/23	Chris Pavlovich	1.20	Review, analyze solicitation summary (.3); correspond with Kroll re same (.1); review, analyze disclosure statement objection (.8).

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Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/03/23	Zak Piech	2.60	Research confirmation order precedent (1.1); analyze issues re same (1.2); review, revise draft of same (.3).
08/03/23	Noah Z. Sosnick	0.30	Correspond with E. Geier re plan materials.
08/04/23	Ross J. Fiedler	0.50	Correspond with K&E team re JV settlement (.2); telephone conferences with company advisors re solicitation issues (.3).
08/04/23	Emily Geier, P.C.	0.70	Correspond with K&E team re plan and solicitation matters.
08/04/23	Zak Piech	1.20	Research, analyze precedent confirmation orders.
08/06/23	Ross J. Fiedler	0.70	Preparation for Board meeting re Plan terms (.5); correspond with K&E team re same (.2).
08/07/23	Ross J. Fiedler	0.90	Correspond with D. Kastin, Company advisors re case update, next steps (.5); review, analyze work in process, case strategy, and next steps (.4).
08/07/23	Max M. Freedman	0.20	Research plan provisions.
08/07/23	Emily Geier, P.C.	2.10	Correspond and conference with Company, K&E team re plan, solicitation, and confirmation issues.
08/07/23	Mike James Koch	0.10	Correspond with N. Sosnick, K&E team, Husch Blackwell re Safety National proposed plan language.
08/07/23	Zak Piech	1.20	Research confirmation order precedent (.7); analyze issues re same (.5).
08/07/23	Noah Z. Sosnick	0.30	Correspond with M. Young re insurance plan language (.1); review, analyze language re same (.2).
08/07/23	Mary Catherine Young	0.50	Conference with N. Sosnick re board presentation re chapter 11 plan (.3); research re same (.2).
08/08/23	Ross J. Fiedler	0.80	Correspond with D. Kastin re case strategy, related issues, and next steps (.5) telephone conferences with D. Kastin re same (.3).
08/08/23	Emily Geier, P.C.	2.70	Correspond and conference with Company, K&E team re plan, solicitation, and confirmation issues.
08/08/23	Sarah R. Margolis	0.30	Correspond with S. Golden re solicitation, combined hearing notice (.1); correspond with Kroll team re voting report (.2).

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 Bed Bath and Beyond Inc.
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/08/23	Zak Piech	3.00	Research confirmation order precedent (.8); draft confirmation order (1.6); analyze issues re same (.6).
08/08/23	Zak Read	0.20	Correspond with S. Margolis, K&E team re solicitation considerations (.1); correspond with Kroll, S. Margolis, K&E team re same (.1).
08/08/23	Noah Z. Sosnick	0.50	Correspond with R. Fiedler re plan supplement (.1); correspond with Proskauer, Committee counsel re same (.2); correspond with M. Volin, K&E team re ballots (.2).
08/08/23	Mary Catherine Young	1.80	Research presentation re chapter 11 plan (.7); draft presentation re same (1.1).
08/09/23	Ross J. Fiedler	1.80	Telephone conference with company advisors re JV partner settlement (.3); same with company advisors, JV partner advisors re same (.5); review, revise Board materials re Plan terms, related matters (.5); correspond with K. Percy re DS matters (.2); telephone conference with K. Percy re same (.3).
08/09/23	Zak Piech	2.10	Draft, revise confirmation order (1.7); analyze issues re same (.4).
08/09/23	Noah Z. Sosnick	0.60	Correspond with Proskauer, Committee counsel re plan supplement (.2); draft checklist of plan supplement materials (.4).
08/10/23	Ross J. Fiedler	1.30	Telephone conference with Pachulski, Proskauer, and K&E re plan supplement, related issues (.5); review, revise Board materials re Plan terms, related issues (.3); review Plan Supplement checklist (.2); telephone conference with C. Sterrett re update, work in process (.3).
08/10/23	Emily Geier, P.C.	2.60	Weekly telephone conference with N. Sosnick, K&E team, DIP, and Committee counsel re plan supplement (.5); correspond with K&E team re same (1.4); correspond with K&E team re plan issues (.7).
08/10/23	Chris Pavlovich	0.90	Correspond with creditors re disclosure statement (.4); research re same (.5).
08/10/23	Zak Piech	2.60	Conference with E. Geier, K&E team re plan supplement, confirmation (.4); revise confirmation order (1.4); review, analyze precedent re same (.8).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/10/23	Zak Read	0.40	Review, analyze solicitation considerations (.2); correspond with Z. Piech re same (.1); correspond with C. Pavlovich re same (.1).
08/10/23	Noah Z. Sosnick	0.90	Telephone conference with Proskauer, Committee counsel re confirmation (.5); draft plan supplement tracker (.2); correspond with Proskauer, Committee counsel re same (.2).
08/11/23	Ross J. Fiedler	0.90	Telephone conference with K&E team re hearing preparation (.4); telephone conference with H. Etlin, D. Kastin, and E. Geier re update, case strategy, and next steps (.5)..9.
08/11/23	Emily Geier, P.C.	1.90	Telephone conference with Company re plan and related matter updates (.4); correspond with K&E team, advisors re plan and confirmation issues (1.5).
08/11/23	Zak Piech	4.30	Revise confirmation order (2.1); review, analyze issues re same (.9); research precedent re same (1.3).
08/12/23	Zak Piech	1.60	Revise confirmation order (1.2); review, analyze precedent re same (.4).
08/13/23	Sarah R. Margolis	0.30	Review, analyze creditor inquiries re solicitation (.2); review, analyze ballots, forms re same (.1).
08/13/23	Zak Piech	5.80	Revise confirmation order (2.8); research precedent re same (1.1); further revise same (1.7); correspond with N. Sosnick re same (.2).
08/14/23	Emily Geier, P.C.	2.10	Correspond and conference with Company, K&E team re plan, solicitation, and confirmation issues.
08/14/23	Sarah R. Margolis	2.70	Telephone conferences with creditors re solicitation inquiries (1.8); review, analyze issues re same (.2); correspond with creditors re same (.7).
08/14/23	Zak Piech	3.80	Revise confirmation order (2.4); correspond with N. Sosnick re same (.2); draft summary re issues re same (1.2).
08/14/23	Noah Z. Sosnick	0.30	Correspond with Z. Piech re confirmation order (.1); review, analyze same (.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/15/23	Ross J. Fiedler	1.70	Telephone conference with H. Etlin, D. Kastin, and E. Geier re update, case strategy, and next steps (.5); telephone conference with K&E team re UCC diligence and plan issues (.4); correspond with K&E team re plan and disclosure statement issues (.4); analyze same (.4).
08/15/23	Emily Geier, P.C.	2.20	Correspond and conference with Company, K&E team re plan, solicitation, and confirmation issues.
08/15/23	Sarah R. Margolis	1.50	Review, analyze correspondence re creditor inquiry (.5); correspond with creditors re same (.5); telephone conferences with creditors re same (.5).
08/16/23	Ross J. Fiedler	1.20	Telephone conference with K&E team re hearing preparation (.4); review liquidation analysis (.3); correspond with Alix re same (.2); correspond with Glenn Agre re same (.1); review plan language (.2).
08/16/23	Emily Geier, P.C.	3.10	Correspond and conference with K&E team re disclosure statement and confirmation issues and work product re same.
08/16/23	Sarah R. Margolis	0.20	Correspond with creditors re solicitation process.
08/16/23	Noah Z. Sosnick	1.80	Correspond with R. Fiedler re plan supplement (.1); review, analyze confirmation order (1.5); correspond with claimant re plan (.2).
08/17/23	Ross J. Fiedler	2.00	Telephone conference with Company advisors re Plan issues (.5); telephone conference with Glenn Agre re same (.5); telephone conference with H. Etlin, D. Kastin, and E. Geier re update, case strategy, and next steps (.5); correspond with K&E team, creditor advisors re bondholder group issues (.3); telephone conferences with M. Darch re Mexico JV settlement (.2).
08/17/23	Emily Geier, P.C.	1.90	Telephone conference with Company re plan and related matter updates (.4); correspond with K&E team, advisors re plan and confirmation issues (1.5).
08/17/23	Sarah R. Margolis	0.80	Telephone conferences with creditors re solicitation.

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Bed Bath and Beyond Inc.

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Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/17/23	Zak Piech	0.50	Revise confirmation order (.4); correspond with N. Sosnick, K&E team re same (.1).
08/17/23	Noah Z. Sosnick	2.90	Review and revise confirmation order (2.5); correspond with Z. Piech re same (.2); correspond with Proskauer, Committee counsel re plan supplement (.2).
08/17/23	Mary Catherine Young	0.80	Research confirmation declarations (.6); correspond with N. Sosnick re same (.2).
08/18/23	Ross J. Fiedler	0.50	Telephone conference with Pachulski, Proskauer, and K&E re plan supplement, related issues.
08/18/23	Emily Geier, P.C.	2.30	Weekly telephone conference with N. Sosnick K&E team, DIP, and Committee counsel re plan supplement (.5); correspond with K&E team re same (1.1); correspond with K&E team re plan issues (.7).
08/18/23	Sarah R. Margolis	0.60	Correspond with creditors re solicitation process.
08/18/23	Zak Piech	1.20	Conference with E. Geier, K&E team, Committee counsel, Proskauer re confirmation issues (.5); analyze issues re solicitation inquiry (.4); correspond with S. Margolis, K&E team re same (.3).
08/18/23	Noah Z. Sosnick	0.70	Telephone conference with Proskauer, Committee counsel re plan supplement (.5); correspond with R. Fiedler re same (.2).
08/18/23	Mary Catherine Young	3.60	Draft, revise confirmation, voting declarations (3.2); conference with N. Sosnick, Proskauer, committee counsel teams re plan supplement considerations (.4).
08/18/23	Tanzila Zomo	1.40	Draft declarations in support of confirmation (1.2); correspond with document services team re same (.2).
08/19/23	Sarah R. Margolis	0.20	Correspond with creditor re solicitation, plan.
08/20/23	Sarah R. Margolis	0.70	Correspond and conferences with claimants re solicitation process.
08/21/23	Ross J. Fiedler	0.90	Review, revise joint venture settlement agreement, related issues (.2); correspond with J. Black, K&E team re same (.2); telephone conference with E. Geier re same, plan issues, related matters (.5).

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Bed Bath and Beyond Inc.

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Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/21/23	Emily Geier, P.C.	2.10	Correspond and conference with Company, R. Fiedler, K&E team re plan, solicitation, and confirmation issues.
08/21/23	Sarah R. Margolis	1.80	Telephone conference with Kroll team re solicitation (.4); correspond and conferences with creditors re same (1.4).
08/21/23	Zak Piech	0.60	Analyze issues re solicitation inquiries (.4); correspond with S. Margolis, K&E team re same (.2).
08/21/23	Noah Z. Sosnick	0.30	Correspond with M. Young, K&E team re plan, plan Supplement items.
08/21/23	Mary Catherine Young	1.00	Draft, revise confirmation declaration (.8); correspond with N. Sosnick re plan supplement (.2).
08/22/23	Ross J. Fiedler	2.10	Review, revise confirmation order (.7); telephone conference with M. Burns re joint venture settlement (.3); correspond with K&E team re same (.2); telephone conference with E. Geier, Company re strategy, next steps (.5); telephone conference with N. Sosnick, K&E team re same (.4).
08/22/23	Julia R. Foster	0.60	Draft plan supplement.
08/22/23	Emily Geier, P.C.	2.70	Correspond and conference with Company, R. Fiedler, K&E team re plan, solicitation, and confirmation issues (2.2); telephone conference with Company re update (.5).
08/22/23	Zak Piech	1.60	Revise confirmation order (1.1); analyze issues, precedent re same (.4); correspond with N. Sosnick, K&E team re same (.1).
08/22/23	Noah Z. Sosnick	1.20	Review and revise voting declaration (.5); correspond with M. Young, K&E, Kroll re same (.2); correspond with M. Young, K&E team re plan supplement (.3); correspond with Z. Piech, K&E team re plan inquiries (.2).
08/22/23	Mary Catherine Young	1.40	Revise Kroll declaration re voting and solicitation (.2); correspond with Kroll team re same (.1); research plan supplement (.3); revise plan supplement re same (.8).

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084734

Bed Bath and Beyond Inc.

Matter Number:

53510-6

Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/23/23	Ross J. Fiedler	1.60	Telephone conference with M. Berns, K&E team re joint venture settlement issues (.5); correspond with M. Darch, K&E team re same (.3); correspond with Alix, Proskauer, K&E teams re plan issues (.4); telephone conference with E. Geier re same, related issues (.4).
08/23/23	Emily Geier, P.C.	3.10	Correspond and conference with R. Fielder, K&E team re disclosure and confirmation issues.
08/23/23	Sarah R. Margolis	2.40	Correspond with creditors re inquiries (.2); correspond with Z. Read, Kroll team re same (.2); draft confirmation brief (2.0).
08/23/23	Zak Piech	0.40	Correspond with M. Young re solicitation inquiries (.2); analyze issues re same (.2).
08/23/23	Mary Catherine Young	0.50	Review, revise confirmation declaration (.4); correspond with N. Sosnick, R. Fiedler re same (.1).
08/24/23	Ross J. Fiedler	1.70	Correspond with N. Sosnick, K&E team, Alix, and Proskauer re plan issues (.5); review, analyze confirmation order (.3); review, analyze joint venture settlement agreement (.3); correspond with K&E team re same (.2); review, analyze plan confirmation issues (.2); correspond with N. Sosnick, K&E team re same (.2).
08/24/23	Emily Geier, P.C.	2.40	Telephone conference with Company re plan and related matter updates (.4); correspond with K&E team, advisors re plan and confirmation issues (1.5); weekly telephone conference with K&E team, DIP, and Committee counsel re plan supplement (.5).
08/24/23	Sarah R. Margolis	0.50	Correspond with R. Fiedler re contract assumption (.1); correspond with M. Young re same (.1); correspond with K&E team, Kroll team re solicitation inquiries (.1); correspond with creditors re solicitation inquiries (.2).
08/24/23	Zak Piech	1.50	Conference with N. Sosnick, K&E team, Proskauer, Committee counsel re plan supplement, confirmation (.5); analyze issues re confirmation order (.8); correspond with N. Sosnick, K&E team re same (.2).

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084734

Bed Bath and Beyond Inc.

Matter Number:

53510-6

Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/24/23	Noah Z. Sosnick	2.20	Review and analyze comments re plan (.5); correspond with Z. Piech, K&E team re same (.4); correspond with S. Margolis, K&E team re Plan inquiries (.3); correspond with Z. Piech re confirmation order (.2); correspond with S. Margolis, K&E team, counterparty re plan insurance inquiry (.3); telephone conference with Proskauer, Committee counsel re plan issues (.5).
08/24/23	Mary Catherine Young	2.10	Conference with N. Sosnick, K&E team, Committee counsel, Proskauer teams re plan supplement (.5); correspond with N. Sosnick re plan supplement notice (.2); research proposed confirmation order language (1.1); review, revise summary re confirmation order objections, comments (.3).
08/25/23	Ross J. Fiedler	1.40	Telephone conference with E. Geier, Company re case strategy, next steps (.5); review, analyze plan confirmation issues (.3); correspond with N. Sosnick re same (.2); review, analyze same (.4).
08/25/23	Emily Geier, P.C.	1.80	Correspond with R. Fiedler, K&E team re plan supplement (1.1); correspond with R. Fielder, K&E team re plan issues (.7).
08/25/23	Sarah R. Margolis	0.50	Correspond with Kroll team re solicitation inquiries (.3); correspond with professionals re contract assumption (.2).
08/25/23	Zak Piech	3.40	Analyze issues re solicitation inquiries (.2); correspond with N. Sosnick, claimant re same (.2); analyze issues re confirmation order (.6); correspond with R. Fiedler, K&E team re same (.4); research precedent re same (.5); analyze issues re U.S. Trustee comments to plan (.4); research precedent re same (1.1).
08/25/23	Noah Z. Sosnick	2.50	Review and analyze plan objections (1.3); revise tracker re same (.5); correspond with M. Young, K&E team re same (.3); correspond with Kroll re voting declaration (.2); correspond with counterparty re plan objection (.2).
08/25/23	Mary Catherine Young	3.10	Correspond with N. Sosnick, Z. Piech re proposed amended plan, confirmation order language (.3); review, research re U.S. Trustee proposed amended plan language (2.1); draft, revise summary re same (.7).

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084734

Bed Bath and Beyond Inc.

Matter Number:

53510-6

Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/26/23	Ross J. Fiedler	2.80	Correspond with Company advisors, creditors re plan and confirmation order (1.0); review, analyze issues re same (1.8).
08/26/23	Sarah R. Margolis	0.10	Correspond with creditors re solicitation.
08/26/23	Zak Piech	0.90	Analyze issues re plan confirmation (.5); research precedent re same (.4).
08/26/23	Noah Z. Sosnick	0.50	Correspond with M. Young, K&E team re plan issues.
08/26/23	Mary Catherine Young	0.60	Review, analyze precedent re U.S. Trustee plan comments (.4); correspond with R. Fiedler re same (.2).
08/27/23	Zak Piech	0.30	Analyze issues re U.S. Trustee comments to plan.
08/27/23	Noah Z. Sosnick	0.40	Correspond with M. Young, K&E team re Plan inquiries (.2); review and revise precedent summary (.2).
08/27/23	Mary Catherine Young	0.30	Draft, revise summary re research re U.S. Trustee plan comments.
08/28/23	Ross J. Fiedler	3.90	Telephone conference with U.S. Trustee re plan, related issues (.5); prepare for same (.3); review, analyze issues re Mexico joint venture settlement (.3); correspond with K&E team, Company, and Alix re same (.3); review, analyze chapter 11 plan comments (1.0); correspond with N. Sosnick, K&E team re same (1.0); telephone conference with E. Geier re same (.5).
08/28/23	Emily Geier, P.C.	4.20	Review, analyze motion to vacate (.4); correspond with R. Fiedler, K&E team re same and objection to motion to expedite (.8); review, analyze objection (.3); correspond with various parties re confirmation objections and inquiries (.6); correspond and conference with Company, R. Fiedler, K&E team re plan and confirmation issues (1.3); correspond with interested parties re same (.8).
08/28/23	Sarah R. Margolis	1.00	Correspond with R. Fiedler, K&E team re plan supplement assumption list (.4); correspond with creditors re solicitation (.6).
08/28/23	Zak Piech	1.70	Revise confirmation order (.6); correspond with N. Sosnick re same (.2); analyze issues re confirmation objections (.9).

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084734

Bed Bath and Beyond Inc.

Matter Number:

53510-6

Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/28/23	Zak Read	0.20	Review, analyze creditor correspondence re solicitation (.1); correspond with Kroll, N. Sosnick, K&E team re same (.1).
08/28/23	Noah Z. Sosnick	4.80	Draft objection to motion to expedite hearing (2.7); correspond with Z. Piech, K&E team, Cole Schotz re same (.4); telephone conference with R. Fiedler re same (.2); correspond with counterparty re plan objection (.2); telephone conference with M. Young re solicitation materials (.2); correspond with K&E team, Alix team re plan supplement, assumed contracts (.3); correspond with Board, E. Geier re plan administrator update (.3); correspond with M. Young re plan inquiry (.2); review, analyze plan materials re abstaining parties (.3).
08/28/23	Mary Catherine Young	1.30	Correspond with N. Sosnick, R. Fiedler, Z. Piech re U.S. Trustee plan comments (.3); revise opt out release form (.2); correspond with N. Sosnick re same (.1); draft summary re research re injunction provision (.5); revise plan supplement (.1); correspond with R. Fiedler re same (.1).
08/29/23	Ross J. Fiedler	2.10	Correspond with N. Sosnick, K&E team, Proskauer re plan matters (.3); correspond with K. Percy re same (.1); telephone conference with Company, E. Geier, and Alix team re case strategy, next steps (.5); review, analyze plan objections, related matters (.6); correspond with N. Sosnick, K&E team re same (.3); telephone conference with E. Geier re same (.3).
08/29/23	Emily Geier, P.C.	2.70	Correspond and conference with Company, R. Fiedler, K&E team re plan, solicitation, and confirmation issues (2.2); telephone conference with Company re updates (.5).
08/29/23	Sarah R. Margolis	3.70	Correspond and conferences with claimants re solicitation process (.6); research case law re confirmation (2.0); review, revise confirmation brief re same (1.1).
08/29/23	Zak Piech	3.10	Analyze issues re confirmation brief language (.6); research precedent re same (1.8); draft summary re same (.5); correspond with N. Sosnick, K&E team re same (.2).

Legal Services for the Period Ending August 31, 2023
 Bed Bath and Beyond Inc.
 Disclosure Statement/Plan/Confirmation

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Invoice Number: 1050084734
 Matter Number: 53510-6

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/29/23	Noah Z. Sosnick	6.00	Correspond with counterparty re plan inquiry (.2); correspond with Z. Piech, K&E team re same (.2); review and analyze plan language (1.0); correspond with R. Fiedler, K&E team, Proskauer, Committee counsel, Alix team re same (.5); telephone conferences with counterparty re plan language (.4); correspond with R. Fiedler re same (.2); telephone conferences with R. Fiedler re plan (.3); draft and review confirmation order, confirmation brief (1.4); correspond with Alix team re assumed contracts (.3); correspond with Company, E. Geier re objection (.3); correspond with Alix team re insurance inquiry (.3); correspond with S. Margolis, K&E team re claimant inquiries (.2); review and revise summary (.5); correspond with Z. Piech, K&E team re same (.2).
08/29/23	Mary Catherine Young	0.90	Correspond with Z. Piech re Safety National plan comment (.1); review, analyze confirmation order, brief re same (.2); revise summary re plan objections, comments (.6).
08/30/23	Ross J. Fiedler	1.50	Telephone conference with SEC, N. Sosnick re plan objection (.5); correspond with N. Sosnick re plan issues, next steps (.5); review, analyze issues re same (.5).
08/30/23	Emily Geier, P.C.	3.30	Correspond and conference with R. Fiedler, K&E team re confirmation objections and issues (1.8); review, analyze materials re same (.8); research re same (.7).
08/30/23	Samantha Helgason	0.10	Review, analyze objection to disclosure statement.
08/30/23	Richard U. S. Howell, P.C.	0.30	Review materials re potential confirmation hearing issues.
08/30/23	Sarah R. Margolis	2.40	Telephone conference with I. Paretti re confirmation brief (.3); review, revise confirmation brief (1.7); review, analyze correspondence from E. Geier re opt-out, solicitation (.1); telephone conference with Kroll team re same (.2); correspond with creditors re same (.1).
08/30/23	Chris Pavlovich	1.50	Review, analyze disclosure statement and plan objections.

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084734

Bed Bath and Beyond Inc.

Matter Number:

53510-6

Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/30/23	Zak Piech	2.80	Analyze issues re confirmation objections (.3); research precedent re same (1.3); draft summary re same (.9); correspond with N. Sosnick, K&E team re same (.3).
08/30/23	Noah Z. Sosnick	7.70	Review and analyze plan inquiries, comments (3.2); correspond with Z. Piech, K&E team, counterparties re same (1.6); review and revise summary re same (1.0); telephone conferences with Z. Piech, K&E team, counterparties re same (.5); correspond with O. Acuna re asset purchase agreement (.2); telephone conference with SEC re plan inquiry (.5); draft confirmation brief (.7).
08/30/23	Mary Catherine Young	1.20	Revise summary re plan comments, objections (.6); research re same (.6).
08/30/23	Mary Catherine Young	0.60	Review, analyze plan objections, comments (.2); revise summary re same (.2); correspond with N. Sosnick re same (.2).
08/31/23	Ross J. Fiedler	4.10	Telephone conference with E. Geier, K&E team, Committee counsel, and Proskauer re Plan Supplement, related issues (.5); telephone conference with landlord re plan objection (.5); telephone conference with E. Geier, K&E team, DIP Lenders, Proskauer, Alix team, and M3 re plan issues (.5); review, analyze plan issues (1.3); correspond with N. Sosnick re same (.3); correspond with U.S. Trustee re same (.3); telephone conference with U.S. Trustee re same (.4); telephone conference with R. Howell re plan issues (.3).
08/31/23	Emily Geier, P.C.	4.60	Telephone conference with K. Percy, Company re plan and related matter updates (.6); correspond with R. Fiedler, K&E team, advisors re plan and confirmation issues (1.1); weekly telephone conference with R. Fiedler, K&E team, DIP counsel, and Committee counsel re plan supplement (.5); correspond with R. Fiedler, K&E team, Company, Committee re plan supplement documents and members (2.2); telephone conference with potential member (.2).
08/31/23	Richard U. S. Howell, P.C.	0.20	Telephone conference with R. Fielder re confirmation hearing.

Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/31/23	Chris Pavlovich	0.80	Review, analyze disclosure statement objections (.6); correspond with third parties re voting procedures (.2).
08/31/23	Zak Piech	4.90	Analyze issues re confirmation objections (.4); correspond with M. Young re same (.3); conference with R. Fiedler, K&E team, Committee counsel re confirmation issues (.3); conference with R. Fiedler, K&E team re confirmation objections (.3); research confirmation brief precedent re objections (2.6); draft summary same (.8); correspond with M. Young, K&E team re same (.2).
08/31/23	Noah Z. Sosnick	9.30	Correspond with R. Fiedler, K&E team, Proskauer, Committee counsel, Alix, counterparties re plan inquiries (3.3); review and analyze plan language (1.3); revise tracker re same (.6); correspond with M. Young, K&E team re same (.2); telephone conference with M. Young, K&E team re plan tracker (.5); telephone conferences with counterparties re plan language (1.2); correspond with Proskauer re confirmation order language (.2); correspond with Alix re insurance plan inquiries (.3); revise language re same (.2); draft confirmation brief (1.0); draft correspondence to U.S. Trustee re plan (.5).
08/31/23	Charles B. Sterrett	2.80	Correspond with Kroll, R. Golden, K&E team, Alix re claimant outreach, solicitation, and other issues (1.1); review, analyze issues re same (1.7).
08/31/23	Mary Catherine Young	3.80	Correspond with N. Sosnick, K&E team re plan comments, objections (.2); conference with R. Fiedler, K&E team, Committee counsel, Proskauer teams re plan supplement (.3); conference with N. Sosnick, K&E team re plan comments, objections (.3); revise summary re same (1.2); research re proposed setoff, recoupment language (.4); correspond with Z. Piech re same (.1); research re SEC confirmation objection (1.3).

Total**270.80**

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084735
Client Matter: 53510-7

In the Matter of DIP Financing and Cash Collateral

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 4,525.00

Total legal services rendered

\$ 4,525.00

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Olivia Acuna	3.20	1,155.00	3,696.00
Emily Geier, P.C.	0.40	1,495.00	598.00
Noah Z. Sosnick	0.20	1,155.00	231.00
TOTALS	3.80		\$ 4,525.00

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084735

Bed Bath and Beyond Inc.

Matter Number:

53510-7

DIP Financing and Cash Collateral

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/02/23	Olivia Acuna	0.20	Correspond with Alix team re professional fee reporting.
08/03/23	Olivia Acuna	0.40	Analyze professional fee reporting (.3); correspond with Alix team re same (.1).
08/03/23	Noah Z. Sosnick	0.20	Correspond with Alix team, AGC re DIP order settlement.
08/09/23	Emily Geier, P.C.	0.40	Review, analyze DIP issue.
08/10/23	Olivia Acuna	0.60	Review, analyze professional fee reporting.
08/16/23	Olivia Acuna	0.90	Correspond with Alix team re professional fee reporting (.2); analyze re same (.7).
08/23/23	Olivia Acuna	0.50	Review, analyze professional fee reporting requirements (.4); correspond with Alix team, E. Geier re same (.1).
08/30/23	Olivia Acuna	0.60	Review, analyze professional fee reporting re DIP requirements.
Total		3.80	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084736
Client Matter: 53510-8

In the Matter of Cash Management

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 9,353.00

Total legal services rendered

\$ 9,353.00

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael A. Sloman	9.40	995.00	9,353.00
TOTALS	9.40		\$ 9,353.00

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Michael A. Sloman	0.10	Correspond with Company re closed bank accounts.
08/02/23	Michael A. Sloman	0.50	Draft correspondence to U.S. Trustee, UCC, Lenders re bank account closure (.2); correspond with C. Sterrett, AlixPartners re Fiserv, Amex reserves (.1); review Amex claim re same (.2).
08/03/23	Michael A. Sloman	0.10	Telephone conference with Fiserv counsel re chargeback report.
08/07/23	Michael A. Sloman	0.70	Telephone conference with C. Sterrett, AlixPartners, Amex re release of reserves (.4); correspond with R. Fiedler, C. Sterrett, Alix re CIT LC (.2); revise automatic stay letter re same (.1).
08/08/23	Michael A. Sloman	0.30	Draft automatic stay letter re Newell LC.
08/09/23	Michael A. Sloman	0.20	Correspond with AlixPartners re Amex and Fiserv reserves.
08/11/23	Michael A. Sloman	0.60	Draft, revise automatic stay letter re Newell LC (.3); research, analyze considerations re same (.2); correspond with E. Geier, R. Fiedler, C. Sterrett re same (.1).
08/14/23	Michael A. Sloman	2.40	Review, analyze CIT settlement proposal (.4); research and draft settlement agreement re CIT proposal (1.7); telephone conference, correspond with C. Sterrett, R. Fielder re same (.3).
08/15/23	Michael A. Sloman	0.20	Correspond with AlixPartners, Fiserv re Amex and Fiserv reserves.
08/17/23	Michael A. Sloman	3.10	Telephone conference with C. Sterrett, Alix, Company re Amex reserve and gift card purchase agreement (.5); review, analyze Amex card acceptance agreement and gift card purchase agreement (.6); draft, revise demand letter to Amex re reserve release (.9); research, draft summary re estate property, set off, and related considerations re same (1.1).
08/18/23	Michael A. Sloman	0.50	Draft correspondence to E. Geier re Amex letter (.2); correspond with CIT counsel re settlement agreement (.3).

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084736

Bed Bath and Beyond Inc.

Matter Number:

53510-8

Cash Management

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/23/23	Michael A. Sloman	0.10	Correspond with U.S. Trustee, UCC, lenders' counsel re closed bank account.
08/28/23	Michael A. Sloman	0.10	Correspond with Fiserv re reserve release.
08/29/23	Michael A. Sloman	0.40	Review, revise letter to Amex re Reserve release.
08/31/23	Michael A. Sloman	0.10	Correspond with E. Geier, R. Fiedler, C. Sterrett re Amex reserve release.
Total		9.40	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084737
Client Matter: 53510-9

In the Matter of Automatic Stay Issues

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 74,343.50

Total legal services rendered

\$ 74,343.50

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ross J. Fiedler	1.80	1,295.00	2,331.00
Julia R. Foster	1.30	480.00	624.00
Mike James Koch	28.50	885.00	25,222.50
Sarah R. Margolis	0.40	1,155.00	462.00
Michael A. Sloman	12.40	995.00	12,338.00
Charles B. Sterrett	26.80	1,245.00	33,366.00
TOTALS	71.20		\$ 74,343.50

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Mike James Koch	1.80	Correspond with W. Pruitt, C. Sterrett re lift stay, insurance considerations (.1); review, analyze motion for relief from the stay (.6); correspond with C. Sterrett re same (.1); draft summary re motions to lift stay, status (.6); correspond with C. McGushin, R. Howell re same (.1); telephone conference with W. Pruitt, Willis Towers Watson re automatic stay, insurance considerations (.2); correspond with R. Fiedler re same (.1).
08/01/23	Charles B. Sterrett	1.40	Review, analyze pleadings, diligence re potential lift-stay matters (1.1); correspond with M. Koch, R. Fiedler re same (.3).
08/02/23	Julia R. Foster	0.90	Draft stipulation re lift stay (.5); draft insurance lift stay stipulation (.4).
08/02/23	Mike James Koch	2.30	Correspond with movant's counsel re motion for relief from automatic stay (.1); conference with C. Sterrett re same (.2); conference with movant's counsel, C. Sterrett re same (.2); conference with movant's counsel, C. Sterrett re same (.5); draft stipulations re motions for relief from stay (.9); correspond with C. Sterrett re same (.2); correspond with movant counsel re same (.2).
08/02/23	Charles B. Sterrett	2.40	Correspond, conference with M. Koch, lift-stay movants re motions to lift the stay (1.1); review, revise draft stipulations re same (.8); review, analyze precedent materials, diligence re same (.5).
08/03/23	Julia R. Foster	0.40	Draft lift stay objection.
08/03/23	Mike James Koch	1.80	Research precedent re objections to motions for relief from automatic stay (.4); correspond with J. Foster, C. Sterrett re same (.2); draft objection re motion for relief from stay (1.2).
08/03/23	Charles B. Sterrett	0.60	Correspond with M. Koch re automatic stay relief matters, related objection.
08/04/23	Mike James Koch	4.10	Draft objection re motion to lift automatic stay (2.9); research, analyze case law, precedent re same (1.1); correspond with C. Sterrett re same (.1).

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084737

Bed Bath and Beyond Inc.

Matter Number:

53510-9

Automatic Stay Issues

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/04/23	Michael A. Sloman	0.60	Correspond with R. Fiedler, Alix team re letters of credit (.4); review, analyze status, considerations re same (.2).
08/04/23	Charles B. Sterrett	3.30	Review, revise objection re lift-stay motion (1.8); research, analyze issues re same (.6); correspond, conference with counsel, M. Koch, Cole Schotz team re same (.9).
08/06/23	Mike James Koch	1.40	Correspond with movant's counsel, C. Sterrett, K&E team re lift stay considerations (.1); review, revise stipulation re same (1.0); correspond with R. Fiedler, C. Sterrett re same (.1); review, revise stipulation re lift stay (.1); correspond with C. Sterrett, movant's counsel re same (.1).
08/06/23	Charles B. Sterrett	0.70	Correspond with M. Koch re automatic stay issues, related stipulations.
08/07/23	Mike James Koch	0.30	Conference with movant's counsel re automatic stay stipulation (.1); correspond with movant's counsel re lift stay considerations and inquiry (.1); correspond with C. Sterrett, movant's counsel re automatic stay stipulation (.1).
08/07/23	Charles B. Sterrett	0.70	Review, analyze automatic stay considerations (.2); review, revise lift stay stipulation, objection (.5).
08/08/23	Mike James Koch	3.50	Correspond with C. Sterrett, R. Fiedler re status re lift stay motion (.1); correspond with E. Geier, K&E team re lift stay stipulation (.1); conference with movant's counsel re lift stay, stipulation (.2); conference with C. Sterrett re same (.1); conference with movant's counsel, Morgan Lewis, C. Sterrett re same (.8); correspond with Cole Schotz team re same (.1); correspond with W. Pruitt re same (.2); conference with W. Pruitt re same (.4); conference with C. Sterrett re same (.1); conference with Morgan Lewis re same (.1); conference with R. Fiedler re same (.1); review, revise automatic stay stipulation (1.2).
08/08/23	Michael A. Sloman	1.00	Draft abandonment stipulation re container and cargo.

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084737

Bed Bath and Beyond Inc.

Matter Number:

53510-9

Automatic Stay Issues

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/08/23	Charles B. Sterrett	2.90	Review, revise stay stipulations (1.2); research, analyze issues re same (1.1); correspond, conference with movants, M. Koch re same (.6).
08/09/23	Mike James Koch	0.40	Correspond with Cole Schotz team re hearing re lift stay motion (.1); correspond with movant's counsel, C. Sterrett re same (.3).
08/09/23	Michael A. Sloman	0.10	Correspond with creditor's counsel, C. Sterrett, M. Koch re motion to lift stay.
08/09/23	Charles B. Sterrett	0.60	Correspond with M. Koch, movant re lift-stay issues.
08/10/23	Mike James Koch	1.10	Correspond with Cole Schotz team re automatic stay inquiries (.3); correspond with R. Fiedler re same (.2); correspond with Husch Blackwell re lift stay stipulation (.3); conference with Husch Blackwell, C. Sterrett re lift stay considerations (.3).
08/10/23	Michael A. Sloman	0.90	Draft, revise abandonment stipulation re container and cargo (.5); correspond with C. Sterrett, R. Fiedler, counterparty re same (.1); draft correspondence to vendors re automatic stay (.3).
08/10/23	Charles B. Sterrett	0.80	Correspond, telephone conference with R. Fiedler, K&E team re lift-stay issues, objection.
08/11/23	Mike James Koch	0.60	Correspond with Kroll team re automatic stay inquiry (.1); correspond with counsel to claimant re same (.1); review, revise automatic stay stipulation (.3); correspond with C. Sterrett re same (.1).
08/11/23	Charles B. Sterrett	0.70	Correspond with M. Koch, K&E team re lift-stay stipulation, related issues.
08/14/23	Mike James Koch	1.00	Correspond with C. Sterrett re automatic stay inquiries (.2); review, revise stipulation re lift stay (.6); correspond with R. Fiedler, C. Sterrett re same (.2).
08/14/23	Charles B. Sterrett	0.60	Review, revise lift-stay pleadings and related materials (.2); correspond with M. Koch, K&E team re same (.4).

Legal Services for the Period Ending August 31, 2023 Invoice Number: 1050084737
 Bed Bath and Beyond Inc. Matter Number: 53510-9
 Automatic Stay Issues

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/15/23	Mike James Koch	1.70	Review, revise stipulation re lift stay motion (1.0); correspond with R. Fiedler, C. Sterrett, Committee counsel, Proskauer team re same (.4); correspond with C. Sterrett, counsel re automatic stay inquiry (.3).
08/15/23	Charles B. Sterrett	0.80	Correspond with M. Koch, R. Fiedler, Cole Schotz team re stay relief issues, pleadings.
08/16/23	Mike James Koch	0.40	Correspond with C. Sterrett, counsel re automatic stay inquiry (.2); correspond with M. Sloman, S. Margolis, Kroll re same (.1); correspond with Committee counsel, Proskauer re lift stay motion (.1).
08/17/23	Mike James Koch	0.30	Correspond with Kroll team re automatic stay inquiry (.1); correspond with Committee counsel, Proskauer, movant's counsel re lift stay motion (.2).
08/17/23	Michael A. Sloman	0.40	Revise, prepare for filing stipulation re container and cargo abandonment.
08/18/23	Mike James Koch	0.10	Correspond with C. Sterrett re automatic stay inquiry.
08/18/23	Charles B. Sterrett	0.90	Review, analyze pleadings, materials re lift-stay.
08/21/23	Ross J. Fiedler	1.30	Correspond with M. Koch, K&E team, Cole Schotz team re automatic stay issues, proposed strategy (1.0); correspond with C. McGushin, Company re state court matter (.3).
08/21/23	Mike James Koch	2.40	Conference with movant's counsel, co-defendant re automatic stay considerations (.6); conference with C. Sterrett re same (.1); correspond with C. Sterrett re same (.2); review, revise stipulation re same (1.1); correspond with C. Sterrett re same (.1); correspond with Cole Schotz team, R. Fiedler, K&E team re objection re same (.3).
08/21/23	Michael A. Sloman	0.80	Draft lift stay stipulation re litigation.
08/21/23	Charles B. Sterrett	2.40	Review, analyze lift-stay considerations (1.2); correspond with M. Koch re same (.6); conference with movants, M. Koch re same (.6).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/22/23	Mike James Koch	0.80	Research, analyze precedent re automatic stay considerations (.3); correspond with C. Sterrett re same (.1); review, revise stipulation (.2); correspond with Committee counsel, Proskauer, R. Fiedler re same (.2).
08/22/23	Michael A. Sloman	0.70	Revise lift stay stipulation re litigation (.5); correspond with C. Sterrett, Safety National re same (.2).
08/22/23	Charles B. Sterrett	1.70	Review, revise lift-stay stipulation, related pleadings (1.1); correspond with movants, Cole Schotz team, M. Sloman, M. Koch re same (.6).
08/23/23	Mike James Koch	0.30	Correspond with Husch Blackwell, C. Sterrett re automatic stay inquiry (.1); correspond with Committee counsel, Proskauer, movant's counsel re stay stipulation (.2).
08/23/23	Michael A. Sloman	0.80	Review, analyze research re setoff considerations and correspond with Z. Piech re same (.3); research considerations re SIR policies re lift stay stipulation (.3); correspond with Safety National counsel re same (.2).
08/23/23	Charles B. Sterrett	0.90	Review, revise stipulation re stay relief (.2); correspond with M. Koch, M. Sloman, insurers, Cole Schotz re same (.7).
08/24/23	Mike James Koch	1.60	Draft stipulation re automatic stay inquiry (.8); correspond with counsel, Husch Blackwell, C. Sterrett re same (.4); correspond with Cole Schotz team, movant's counsel, co-defendant re automatic stay stipulation (.4).
08/24/23	Michael A. Sloman	1.40	Telephone conference with C. Sterrett re SIR retention policy re lift stay motion (.5); research considerations re same (.4); review, analyze research re set off (.4); correspond with Z. Piech re same (.1).
08/24/23	Charles B. Sterrett	1.90	Correspond with movants, M. Koch, M. Sloman re stay relief matters (1.4); review, analyze issues re same (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/25/23	Mike James Koch	1.00	Correspond with C. Sterrett, M. Sloman re automatic stay stipulation considerations (.2); review, revise stipulation (.1); correspond with movant's counsel, co-defendant re same (.2); conference with Husch Blackwell re automatic stay stipulation considerations (.3); correspond with Committee counsel, Proskauer, C. Sterrett, K&E team re same (.2).
08/25/23	Sarah R. Margolis	0.20	Correspond with C. Sterrett, M. Sloman re lift stay matters (.1); review, analyze letter re same (.1).
08/25/23	Michael A. Sloman	4.10	Draft, revise automatic stay letter (1.1); research, analyze set off considerations re same (1.3); research, analyze considerations re lift stay motions re SIR policies (.9); correspond with C. Sterrett, K&E team re same (.4); telephone conference with C. Sterrett, M. Koch, Safety National counsel re lift stay stipulations (.4).
08/25/23	Charles B. Sterrett	1.80	Correspond, conference with claimants, insurers, M. Koch, K&E team re lift-stay matters (1.1); review, analyze issues re same (.7).
08/28/23	Mike James Koch	0.70	Review, analyze insurance policy re automatic stay inquiry (.3); correspond with C. Sterrett, Husch Blackwell, claimant re same (.2); correspond with Cole Schotz team, C. Sterrett, movant counsel, co-defendant re lift stay stipulation (.2).
08/28/23	Sarah R. Margolis	0.20	Correspond with counsel re personal injury claim.
08/28/23	Michael A. Sloman	0.10	Review, analyze research re setoff analysis.
08/28/23	Charles B. Sterrett	0.70	Correspond with M. Koch, insurer, movants' counsel re stay matters (.6); follow up re same (.1).
08/29/23	Mike James Koch	0.20	Correspond with C. Sterrett re automatic stay inquiries (.1); correspond with claimant re same (.1).
08/29/23	Michael A. Sloman	0.30	Analyze considerations re lift stay motion and related insurance policy.
08/29/23	Charles B. Sterrett	1.00	Review, analyze lift-stay considerations (.4); correspond with M. Sloman, M. Koch, movants re same (.6).

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084737

Bed Bath and Beyond Inc.

Matter Number:

53510-9

Automatic Stay Issues

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/30/23	Mike James Koch	0.20	Correspond with movant's counsel, co-defendant, C. Sterrett re stay stipulation.
08/31/23	Ross J. Fiedler	0.50	Correspond with M. Koch, K&E team, Company re automatic stay issues.
08/31/23	Mike James Koch	0.50	Review, analyze documents re automatic stay inquiry (.3); correspond with C. Sterrett, claimant re same (.2).
08/31/23	Michael A. Sloman	1.20	Correspond with C. Sterrett, Safety National, counterparty re lift stay motion (.3); draft, revise objection re same (.9).
Total		71.20	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084738
Client Matter: 53510-10

In the Matter of Asset Sales/Section 363/Use, Sale & Disp

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 57,377.00

Total legal services rendered

\$ 57,377.00

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084738

Bed Bath and Beyond Inc.

Matter Number:

53510-10

Asset Sales/Section 363/Use, Sale & Disp

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Allison Azarloza	6.20	885.00	5,487.00
Amy Barber	1.10	1,375.00	1,512.50
Jacob E. Black	2.90	995.00	2,885.50
Matt Darch	12.10	1,405.00	17,000.50
Ross J. Fiedler	0.40	1,295.00	518.00
Emily Geier, P.C.	7.50	1,495.00	11,212.50
Zeina Kazour	0.50	1,405.00	702.50
Sooah Kim	1.10	885.00	973.50
Ben Kovach	7.60	885.00	6,726.00
Daniel Lewis, P.C.	3.30	1,695.00	5,593.50
Kyla Risko	1.70	1,155.00	1,963.50
Charles B. Sterrett	1.90	1,245.00	2,365.50
Jessica M. Yeh	0.30	1,455.00	436.50
TOTALS	46.60		\$ 57,377.00

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Allison Azarloza	0.40	Draft, review correspondence re going out of business escrow release.
08/01/23	Matt Darch	0.70	Draft, review correspondence re intellectual property licenses and wind-down terms.
08/01/23	Ross J. Fiedler	0.20	Correspond with Company advisors re Overstock sale matters.
08/01/23	Emily Geier, P.C.	0.90	Research re JV asset and settlement (.7); correspond and conference with Proskauer re same (.2).
08/01/23	Ben Kovach	0.20	Review disclosure schedules.
08/02/23	Allison Azarloza	2.60	Draft transaction summaries of asset purchase agreements (1.3); review, analyze post-closing deliverables (1.3).
08/02/23	Sooah Kim	1.10	Research, analyze materials re participant term notification requirements (.8); draft summary re same (.3).
08/03/23	Emily Geier, P.C.	0.80	Review JV settlement documents (.5); correspond with R. Fiedler, K&E team re same (.3).
08/03/23	Jessica M. Yeh	0.30	Prepare for and attend telephone conference re Company's NOLs.
08/04/23	Matt Darch	0.20	Correspond with B. Kovach, K&E team re trademark assignment to Harmon.
08/04/23	Ross J. Fiedler	0.20	Correspond with M. Darch re sale issues.
08/04/23	Ben Kovach	0.80	Correspond with M. Darch, K&E team re intellectual property transfer.
08/06/23	Allison Azarloza	0.50	Draft, revise transaction summaries and escrow releases.
08/06/23	Ben Kovach	0.80	Review and revise deal summary (.5); correspond with M. Darch re same (.3).
08/07/23	Allison Azarloza	1.00	Coordinate re escrow account.
08/07/23	Matt Darch	0.20	Review and revise transaction summary (.1); correspond with B. Kovach re same (.1).
08/07/23	Ben Kovach	0.20	Review and revise deal summary (.1); correspond with M. Darch re same (.1).
08/08/23	Allison Azarloza	0.50	Draft correspondence re closing set assembly.
08/09/23	Allison Azarloza	1.20	Review completed closing sets.

Legal Services for the Period Ending August 31, 2023 Invoice Number: 1050084738
 Bed Bath and Beyond Inc. Matter Number: 53510-10
 Asset Sales/Section 363/Use, Sale & Disp

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/09/23	Amy Barber	1.10	Conference with M. Darch and K. Risko re trademark license to Mexican JV (1.0); prepare for and attend telephone conferences with M. Darch re same (.1).
08/09/23	Matt Darch	1.40	Prepare for and attend telephone conference with A. Barber, K&E team re trademark license.
08/09/23	Emily Geier, P.C.	0.70	Telephone conference with Company, R. Fiedler, K&E team re JV asset (.3); telephone conference with JV counsel, Alix, R. Fiedler, K&E team re settlement (.4).
08/09/23	Kyla Risko	1.70	Telephone conference re Mexican JV trademark license with M. Darch (.9); draft correspondence with opposing counsel re same (.8).
08/10/23	Charles B. Sterrett	1.90	Conference with R. Fiedler, K&E team, Company re environmental claims matters (1.3); review, analyze materials re same (.6).
08/11/23	Matt Darch	1.90	Correspond with counsel for Overstock re trademark license agreement (.8); correspond with Company re trademark license agreement (.7); correspond with B. Kovach, K&E team re 2019 trademark license agreement (.4).
08/11/23	Emily Geier, P.C.	1.70	Telephone conference and correspond with R. Fiedler, K&E team re JV asset (1.4); correspond with Company re same (.1); telephone conference with R. Fiedler re same (.2).
08/11/23	Daniel Lewis, P.C.	1.30	Correspond with Overstock team re Mexican JV issues (.1); correspond and telephone conferences with M. Darch, K&E team and Company re same (1.2).
08/14/23	Jacob E. Black	2.00	Revise 363, 9019 JV motion (1.8); draft, revise settlement term sheet, agreement re same (.1); correspond with R. Fiedler re same (.1).
08/14/23	Matt Darch	1.00	Review and revise buy baby IP assignment agreement (.8); correspond with B. Kovach, K&E team re same (.2).
08/14/23	Ben Kovach	3.20	Review and revise intellectual property assignment agreement (3.0); correspond with M. Darch re same (.2).

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084738

Bed Bath and Beyond Inc.

Matter Number:

53510-10

Asset Sales/Section 363/Use, Sale & Disp

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/15/23	Matt Darch	0.20	Correspond with B. Kovach, K&E team re trademark license agreement with Mexican JV.
08/15/23	Ben Kovach	0.20	Review intellectual property assignment agreement (.1); correspond with M. Darch re same (.1).
08/15/23	Daniel Lewis, P.C.	0.20	Correspond with B. Kovach, K&E team re Mexican JV issues.
08/16/23	Matt Darch	0.60	Correspond with B. Kovach, K&E team re domain name issues with Mexico JV (.2); review materials re same (.4).
08/16/23	Emily Geier, P.C.	0.60	Correspond with R. Fiedler, K&E team re JV asset sale.
08/16/23	Ben Kovach	0.80	Review intellectual property disclosure schedules (.5); correspond with M. Darch re same (.3).
08/16/23	Daniel Lewis, P.C.	1.00	Correspond and telephone conference with B. Kovach, K&E team re MX JV issues (.6); review Mexican JV agreements (.4).
08/17/23	Matt Darch	0.30	Correspond with B. Kovach, K&E team re trademark license between Overstock and Mexico JV entity.
08/17/23	Emily Geier, P.C.	0.40	Correspond with Company, R. Fiedler, K&E team re JV asset sale.
08/17/23	Daniel Lewis, P.C.	0.30	Review, analyze Mexican JV issues.
08/18/23	Matt Darch	1.00	Review trademark license agreement (.8); draft issues list of same (.2).
08/18/23	Ben Kovach	0.20	Correspond with Company re trademark license agreement.
08/19/23	Jacob E. Black	0.20	Draft revise settlement term sheet, agreement re Mexico JV (.1); correspond with R. Fiedler and K&E team re same (.1).
08/20/23	Ben Kovach	0.20	Correspond with M. Darch, K&E team re trademark license agreement.
08/21/23	Jacob E. Black	0.70	Draft, revise JV settlement agreement, term sheet (.6); correspond with R. Fiedler and K&E team re same (.1).
08/21/23	Matt Darch	0.50	Correspond with B. Kovach, K&E team re trademark license agreement negotiation with Mexico JV.
08/21/23	Emily Geier, P.C.	0.40	Correspond with R. Fiedler, K&E team re JV sale.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/22/23	Matt Darch	0.60	Correspond with B. Kovach, K&E team re negotiation of trademark license to Mexican JV.
08/22/23	Daniel Lewis, P.C.	0.50	Review, analyze Mexican JV issues.
08/23/23	Matt Darch	0.70	Correspond with counsel for the Mexico JV re BBY trademark license.
08/23/23	Emily Geier, P.C.	0.80	Telephone conference with JV counsel re sale agreement (.6); correspond with Fiedler, K&E team, Company re same (.2).
08/24/23	Matt Darch	1.00	Review revised draft of trademark license agreement (.5); summarize re same (.3); correspond with B. Kovach, K&E team re same (.2).
08/24/23	Emily Geier, P.C.	0.40	Correspond with Company, R. Fiedler, K&E team re JV asset sale.
08/25/23	Matt Darch	0.90	Review trademark license with Mexico JV (.4); correspond with counsel for Overstock re same (.2); review trademark registration and allocation (.3).
08/25/23	Ben Kovach	1.00	Review intellectual property schedules (.8); correspond with M. Darch, K&E team re same (.2).
08/28/23	Matt Darch	0.50	Correspond with B. Kovach re transfer pricing study re Mexico JV trademark license.
08/28/23	Emily Geier, P.C.	0.20	Correspond with R. Fiedler, K&E team re JV asset sale.
08/29/23	Matt Darch	0.20	Correspond with Overstock.com counsel re transfer pricing study.
08/29/23	Zeina Kazour	0.50	Review, analyze materials re lien searches.
08/31/23	Matt Darch	0.20	Correspond with B. Kovach, Overstock.com counsel re trademark license agreement.
08/31/23	Emily Geier, P.C.	0.60	Correspond with R. Fiedler, K&E team re JV asset sale.
Total		46.60	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084739
Client Matter: 53510-11

In the Matter of Executory Contracts & Unexpired Leases

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 482,852.00

Total legal services rendered

\$ 482,852.00

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Olivia Acuna	16.80	1,155.00	19,404.00
Jacob E. Black	163.50	995.00	162,682.50
Amy Donahue	0.80	480.00	384.00
Megan C. Feeney	8.00	885.00	7,080.00
Ross J. Fiedler	75.80	1,295.00	98,161.00
Julia R. Foster	1.80	480.00	864.00
Max M. Freedman	16.50	995.00	16,417.50
Emily Geier, P.C.	28.30	1,495.00	42,308.50
John Thomas Goldman	1.50	1,745.00	2,617.50
Samantha Helgason	0.20	995.00	199.00
Noelle M. Howard	13.20	885.00	11,682.00
Richard U. S. Howell, P.C.	0.30	1,620.00	486.00
Mike James Koch	3.80	885.00	3,363.00
Sarah R. Margolis	3.80	1,155.00	4,389.00
Georgia Meadow	2.20	325.00	715.00
Chris Pavlovich	56.30	1,155.00	65,026.50
Zak Piech	2.40	885.00	2,124.00
Jessica L. Pillai	2.00	1,425.00	2,850.00
Zak Read	0.10	885.00	88.50
Gelareh Sharafi	2.50	885.00	2,212.50
Michael A. Sloman	1.20	995.00	1,194.00
Charles B. Sterrett	28.80	1,245.00	35,856.00
Josh Sussberg, P.C.	0.60	2,045.00	1,227.00
Rachel Young	0.30	735.00	220.50
Tanzila Zomo	4.00	325.00	1,300.00
TOTALS	434.70		\$ 482,852.00

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
06/19/23	Rachel Young	0.30	Correspond with R. Fiedler, K&E team re resolutions.
08/01/23	Olivia Acuna	1.00	Telephone conference with C. Pavlovich re lease notice (.3); correspond with C. Pavlovich R. Fiedler C. Sterrett re lease rejections (.3); correspond with Cole Schotz team re same (.2); correspond with N. Howard re surrender letters (.2).
08/01/23	Ross J. Fiedler	1.20	Correspond with Cole Schotz, K&E team, assignees, and landlords re lease assignments, related issues (.5); review, analyze issues re tenant mix, exclusive use (.6); correspond with K&E team re same (.1).
08/01/23	Emily Geier, P.C.	0.40	Correspond with R. Fiedler re lease litigation.
08/01/23	Noelle M. Howard	1.80	Draft lease surrender letters (1.2); correspond with C. Pavlovich re same (.3); correspond with Cole Schotz team re same (.3).
08/01/23	Richard U. S. Howell, P.C.	0.30	Review, analyze correspondence re lease dispute issues.
08/01/23	Chris Pavlovich	3.50	Telephone conference with O. Acuna re lease rejection (.5); review, revise lease rejection summary (2.3); correspond with O. Acuna, Kroll, Alix team and K&E team re same (.7).
08/01/23	Zak Read	0.10	Correspond with E. Geier, K&E team re lease indemnification considerations.
08/02/23	Olivia Acuna	0.30	Correspond with Alix team re lease terminations.
08/02/23	Ross J. Fiedler	2.70	Telephone conference with Company, Company advisors re lease issues, related real estate matters (.5); correspond with Company, Company advisors re store leases, related issues, and next steps (.5); review, analyze sale and purchase agreement re industrial property (.4); correspond with J. Pillai, Company advisors, and Company re same (.3); correspond with Kelley Drye, Cole Schotz, and W&C re lease assignment litigation (.4); correspond with landlord lawyers, assignees re lease assignments (.6).

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084739

Bed Bath and Beyond Inc.

Matter Number:

53510-11

Executory Contracts & Unexpired Leases

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/02/23	Emily Geier, P.C.	1.40	Correspond with R. Fiedler re lease objections and assignment issues (1.1); correspond with landlords re same (.3).
08/02/23	John Thomas Goldman	1.00	Correspond with J. Pillai re draft sale agreement (.5); review, analyze same (.5).
08/02/23	Jessica L. Pillai	2.00	Review, analyze of sale agreement (.8); correspondence with J. Goldman, K&E team re sale agreement draft (.4); draft, revise sale agreement issues list (.8).
08/02/23	Charles B. Sterrett	1.70	Review, analyze issues, correspondence re contract counterparties' inquiries (1.1); correspond with R. Golden, K&E team re same (.4); conference with Cole Schotz re same (.2).
08/03/23	Olivia Acuna	0.40	Correspond with C. Sterrett re issues re subleases (.2); correspond with Company re same (.2).
08/03/23	Ross J. Fiedler	2.00	Multiple telephone conferences with Kelley Drye, Cole Schotz re Michaels assignment (1.0); correspond with Company, Company advisors re lease matters, related issues (.5); telephone conferences with Company advisors, interested parties re same (.5).
08/03/23	John Thomas Goldman	0.50	Correspond with J. Pillai, K&E team re property sale agreement.
08/03/23	Noelle M. Howard	0.30	Correspond with contract counterparties re invoice issues.
08/03/23	Chris Pavlovich	0.20	Correspond with R. Fiedler, Cole Schotz team re lease objections.
08/03/23	Michael A. Sloman	0.20	Correspond with opposing counsel, R. Fiedler, D. Bass re August rent payments.
08/04/23	Ross J. Fiedler	1.30	Telephone conference with Company, Company advisors re lease issues, related real estate matters (.5); correspond with W&C, Company advisors re Michaels lease assignment (.3); correspond with Company advisors re lease issues, next steps (.5).
08/04/23	Noelle M. Howard	0.30	Correspond with landlord counsel re surrender letters.
08/04/23	Sarah R. Margolis	0.10	Correspond with M. Feeney re contract rejection.
08/04/23	Charles B. Sterrett	0.40	Correspond with Cole Schotz, O. Acuna, R. Fiedler re lease rejection issues.

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08/07/23	Olivia Acuna	0.20	Correspond with Company re sublease rent payments.
08/07/23	Megan C. Feeney	2.00	Correspond with R. Fiedler, K&E team re lease rejection notice filing (.1); correspond with S. Margolis re filing of, revising of same (.3); draft, revise certificate of no objection for rejection notices (.6); review, revise same (.3); research precedent re same (.1); draft, revise summary, timeline re same (.3); compile and prepare same for filing (.3).
08/07/23	Ross J. Fiedler	2.10	Telephone conference with Company, Company advisors re lease issues, related real estate matters (.5); correspond with Company, Company advisors re lease matters, related issues (.8); telephone conferences with company advisors, interested parties re same (.5); review, analyze objection to rejection motion (.3).
08/07/23	Emily Geier, P.C.	0.40	Correspond with R. Fiedler re lease litigation.
08/07/23	Noelle M. Howard	0.30	Correspond with landlord counsel re lease issues.
08/07/23	Chris Pavlovich	0.50	Review, analyze lease objections.
08/07/23	Charles B. Sterrett	2.90	Review, analyze lease, contract rejection issues (2.1); correspond with O. Acuna, K&E team, Alix team, Cole Schotz re same (.8).
08/08/23	Olivia Acuna	0.20	Correspond with R. Fiedler re rent payments.
08/08/23	Jacob E. Black	4.60	Review, analyze pleadings re lease assignment reply (1.2); analyze issues re same (2.1); correspond with C. Pavlovich and R. Fiedler re same (.2); research issues re same (1.1).
08/08/23	Megan C. Feeney	0.50	Correspond with R. Fiedler, K&E team re rejection notice filing (.1); draft, revise same (.2); compile and prepare same for filing (.1); correspond with Cole Schotz re same (.1).
08/08/23	Ross J. Fiedler	3.20	Telephone conference with company advisors re New York lease (.5); same with K&E team re brief in support of lease assignments (.5); correspond with K&E team, Cole Schotz, and interested parties re contested lease assignments, next steps (1.0); review, analyze issues re same (.7); attend to same (.5).

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08/08/23	Julia R. Foster	1.00	Review and revise omnibus reply re bidding procedures (.6); draft E. Amendola declaration re bidding procedures (.4).
08/08/23	Noelle M. Howard	0.30	Correspond with Cole Schotz team re lease surrender letters.
08/08/23	Chris Pavlovich	2.40	Telephone conference with R. Fiedler, K&E team re lease objection hearing (.2); correspond with R. Fiedler, Cole Schotz, K&E team re same (.3); research re same (.5); conference with J. Black re omnibus reply (.2); research, analyze re same (1.2).
08/08/23	Zak Piech	0.30	Telephone conference with J. Black re lease objection reply (.2); analyze issues re same (.1).
08/09/23	Olivia Acuna	0.50	Correspond with C. Sterrett re landlord inbounds.
08/09/23	Jacob E. Black	0.40	Telephone conference with Z. Piech re omnibus lease reply (.2); correspond with same re same (.2).
08/09/23	Ross J. Fiedler	2.30	Telephone conference with Company, Company advisors re lease issues, related real estate matters (.5); same with K&E team re declaration in support of lease sales (.5); correspond with Company, Company advisors re lease matters, related issues (.5); same with K&E team, Cole Schotz re contested lease assignments (.5); review discovery dispute re same (.3).
08/09/23	Noelle M. Howard	0.60	Review, analyze correspondence with Cole Schotz re lease issues (.3); correspond with C. Pavlovich re lease surrender letters (.3).
08/09/23	Chris Pavlovich	2.70	Correspond with Company, landlord counsel re lease rejections (.3); telephone conference with R. Fiedler, J. Black, Cole Schotz team re lease objection reply (.6); prepare re same (.2); review, analyze re same (1.6).
08/09/23	Zak Piech	2.10	Analyze issues re lease objection reply (.5); draft summary re issues re same (.2); revise same (1.2); correspond with J. Black re same (.2).

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08/10/23	Olivia Acuna	2.80	Correspond with C. Pavlovich, K&E team re lease rejection notices (.9); telephone conference with landlord counsel re same (.1); correspond with M. Feeney re certificate of no objection re same (.3); telephone conference with N. Howard, M. Feeney re certificate of no objection (.4); revise re same (.5); analyze lease summary (.6).
08/10/23	Jacob E. Black	6.50	Research, analyze case law re omnibus lease reply (3.9); review, analyze pleadings re same (1.1); research, analyze case law re Ikea reply (1.5).
08/10/23	Amy Donahue	0.80	Research, review certificate of no objection re 365 issues.
08/10/23	Megan C. Feeney	2.50	Draft, revise certificates of no objection re rejection notices, orders re same (.7); draft, revise summary re rejection notices (.8); correspond with S. Margolis, K&E team re same (.3); correspond with O. Acuna, N. Howard re same (.4); correspond with R. Fiedler, Cole Schotz re same (.1); compile and prepare same for filing (.2).
08/10/23	Ross J. Fiedler	2.80	Telephone conferences with Company advisors re lease issues, related real estate matters (.7); same with K&E team re brief in support of lease sales (.8); correspond with Company advisors re lease issues, next steps (.8); prepare for hearing re lease dispute (.5).
08/10/23	Julia R. Foster	0.30	Research precedent re certificates of no objection re 365(d)(4) motions.
08/10/23	Emily Geier, P.C.	1.60	Telephone conference with J. Sussberg, lease counterparty re lease issues (.2); telephone conference with R. Fiedler, K&E team re same (.4); correspond with lease counterparties re same (.8); correspond with A&G re same (.2).
08/10/23	Samantha Helgason	0.20	Telephone conference with O. Acuna re lease rejection reply (.1); correspond with O. Acuna, K&E team re same (.1).
08/10/23	Noelle M. Howard	3.10	Draft lease rejection notice certificates of no objection (1.2); correspond with O. Acuna re same (.4); correspond with M. Feeney re same (.3); correspond with landlord counsel re lease surrender letters (.3); draft same (.9).

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08/10/23	Sarah R. Margolis	1.10	Correspond with C. Pavlovich re executory contracts (.2); correspond with Alix team re contract rejection (.3); correspond with vendor re same (.2); review, analyze docket, sale order re same (.2); correspond with C. Sterrett re same (.2).
08/10/23	Chris Pavlovich	1.60	Telephone conference with R. Fiedler, J. Black re lease objection reply (.5); research re same (.6); analyze issues re same (.5).
08/10/23	Gelareh Sharafi	1.50	Draft 365 extension motion certificate of no objection (.5); revise same per C. Sterrett comments (.2); corresponds with UCC, Cole Schotz re same (.2); prepare filing version re same (.1); review, analyze court docket re same (.5).
08/10/23	Charles B. Sterrett	2.30	Review, revise notices, pleadings re lease rejection, related issues (1.9); correspond, with O. Acuna, K&E team re same (.4).
08/10/23	Josh Sussberg, P.C.	0.10	Correspond with R. Fiedler, K&E team re Hudson Bay.
08/10/23	Josh Sussberg, P.C.	0.30	Telephone conference with Brookfield re lease matters (.2); correspond with E. Geier re same (.1).
08/11/23	Olivia Acuna	0.20	Correspond with Cole Schotz team re lease objection.
08/11/23	Jacob E. Black	15.40	Research, analyze case law re Ikea reply (3.9); draft reply re same (3.9); further research, analyze case law re same (3.9); further draft, revise reply re same (1.4); correspond with M. Koch and K&E team re same (.1); draft, revise omnibus lease reply (.9); research case law re same (1.3).
08/11/23	Megan C. Feeney	1.10	Correspond with O. Acuna, K&E team, Cole Schotz re lease rejection notice certificate of no objection (.4); draft, revise re same (.3); compile and prepare same for filing (.1); draft, revise summary chart re same (.3).
08/11/23	Ross J. Fiedler	1.50	Prepare for hearing re lease dispute (.3); correspond with landlord lawyer re administrative claim dispute (.2); correspond with Company advisors, creditor advisors re lease assignment litigations (1.0).

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08/11/23	Emily Geier, P.C.	0.60	Telephone conference with R. Fiedler re lease and hearing (.2); correspond with R. Fiedler, K&E team re same (.4).
08/11/23	Mike James Koch	1.20	Review, analyze objection re lease rejection motion (.9); correspond with J. Black re same (.2); conference with J. Black re same (.1).
08/11/23	Sarah R. Margolis	0.30	Correspond with M. Feeney re executory contracts, rejection (.1); revise summary re same (.2).
08/11/23	Charles B. Sterrett	2.30	Review lease rejection notices, related pleadings (.9); correspond and conference with R. Fiedler, K&E team re lease rejection objection reply (1.4).
08/12/23	Olivia Acuna	0.80	Telephone conference with Christmas Tree Shop counsel, R. Fiedler, C. Sterrett re rent payments (.5); correspond with R. Fiedler, C. Sterrett re same (.3).
08/12/23	Jacob E. Black	11.60	Draft, revise reply re Ikea objection (3.9); research case law, issues re same (3.3); further draft, revise same (3.8); correspond with C. Sterrett and K&E team re same (.6).
08/12/23	Ross J. Fiedler	1.00	Telephone conference with Christmas Tree Shops re lease issues (.5); correspond with Cole Schotz, creditor lawyers re lease issues, next steps (.5).
08/12/23	Charles B. Sterrett	1.80	Review, revise reply re lease rejection (1.3); correspond with R. Fiedler, K&E team re same (.5).
08/13/23	Ross J. Fiedler	1.30	Telephone conference with objecting party re lease rejection motion (.5); correspond with Cole Schotz, advisors re lease matters, related issues (.8).
08/13/23	Charles B. Sterrett	1.30	Review, analyze lease rejection issues (.8); correspond with R. Fiedler, K&E team re same (.5).
08/14/23	Olivia Acuna	1.00	Correspond with Company, C. Sterrett re rent payments (.3); analyze correspondence re same (.7).
08/14/23	Jacob E. Black	7.80	Research case law re omnibus reply (3.9); draft, revise reply re same (3.9).

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08/14/23	Megan C. Feeney	0.40	Draft summary re certificates of no objection for lease rejection notices (.2); correspond with Cole Schotz, S. Margolis, K&E team re same (.2).
08/14/23	Ross J. Fiedler	2.00	Telephone conference with Company, Company advisors re lease issues, related real estate matters (.5); correspond with Company advisors, interested parties re lease matters, related issues (.5); review agenda re lease hearing (.2); review, analyze lease litigation issues (.3); correspond with C. Sterrett re Paramus lease (.2); telephone conference with J. Bodner re lease issue (.3).
08/14/23	Emily Geier, P.C.	0.40	Correspond with A&G team, R. Fiedler, K&E team re lease matter.
08/14/23	Mike James Koch	0.60	Review, revise reply brief re lease rejection objection.
08/14/23	Sarah R. Margolis	0.50	Correspond with Kroll team re affidavits of service re lease rejection notice (.1); telephone conference with Kroll team re same (.1); telephone conference with F. Yudkin re same (.1); correspond with M. Feeney re same (.1); correspond with Cole Schotz re same (.1).
08/14/23	Chris Pavlovich	2.00	Correspond with R. Fiedler, A&G team re lease objection diligence (.2); research, analyze lease objections and reply (1.7); correspond with J. Black re same (.1).
08/14/23	Gelareh Sharafi	1.00	Draft 365 extension motion talking points (.6); correspond with C. Sterrett re same (.4).
08/14/23	Charles B. Sterrett	3.10	Review, analyze lease rejection, sublease issues (2.1); correspond with R. Fiedler, K&E team, landlord counsel, creditors re same (1.0).
08/15/23	Olivia Acuna	1.10	Review, revise talking points re lease rejection motion (.8); correspond with Company, C. Sterrett, landlord counsel re lease documents (.3).
08/15/23	Jacob E. Black	11.10	Research case law re omnibus reply (3.8); draft, revise reply re same (3.7); analyze objections re case law, related issues (1.4); further draft, revise reply (2.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/15/23	Ross J. Fiedler	1.10	Correspond with Company advisors, interested parties re lease assignment litigation (.5); telephone conferences with Cole Schotz, K&E team re same (.3); telephone conference with Paramus re lease rejection (.3).
08/15/23	Max M. Freedman	4.10	Draft talking points re lease rejections (1.4); conference with J. Black re same (.2); review, analyze pleadings re same (.6); review, revise reply re same (.6); correspond with M. Koch re same (.2); prepare for hearing re lease rejection matters (.7); correspond with C. Sterrett re same (.4).
08/15/23	Emily Geier, P.C.	2.90	Revise lease rejection reply (2.6); correspond with R. Fiedler K&E team re same (.3).
08/15/23	Noelle M. Howard	0.40	Review, analyze correspondence with landlord counsel re lease issues.
08/15/23	Mike James Koch	1.10	Review, revise reply brief re Ikea lease rejection objection (.9); correspond with C. Sterrett, K&E team re same (.2).
08/15/23	Chris Pavlovich	0.70	Correspond with R. Fiedler, A&G team re lease objection diligence (.2); research re lease objection reply (.5).
08/15/23	Michael A. Sloman	0.50	Analyze considerations re landlord inquiry (.2); correspond with landlord's counsel, Company re same (.3).
08/15/23	Charles B. Sterrett	3.10	Correspond with R. Fiedler, M. Freedman, Cole Schotz, landlord counsel re lease rejection issues, related considerations (2.3); review, revise pleadings, materials re same (.8).
08/16/23	Olivia Acuna	0.60	Analyze issues re subleases (.4); telephone conference with C. Sterrett re same (.2).
08/16/23	Jacob E. Black	13.30	Research case law re omnibus reply (3.9); draft, revise reply re same (3.9); analyze objections re case law, related issues (3.9); further draft, revise reply (1.6).
08/16/23	Ross J. Fiedler	1.30	Telephone conference with Company, Company advisors re lease issues, related real estate matters (.5); correspond with Company advisors, interested parties re lease litigation, next steps (.4); prepare for hearing re lease matters (.3); telephone conference with M. Freedman re same (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/16/23	Max M. Freedman	1.40	Conference with C. Sterrett re hearing considerations re 365(d)(4) extension, lease rejection (.3); conference with R. Fiedler re same (.2); draft talking points re same (.9).
08/16/23	Max M. Freedman	0.70	Review, revise proposed orders re 365(d)(4) extension, lease rejection (.4); correspond with C. Sterrett, M. Koch, Cole Schotz re same (.3).
08/16/23	Emily Geier, P.C.	0.80	Correspond with C. Sterrett, K&E team re lease litigation and upcoming hearing.
08/16/23	Mike James Koch	0.90	Review, revise proposed orders re lease rejection, 365(d)(4) motion (.7); correspond with C. Sterrett, M. Freedman re same (.2).
08/16/23	Sarah R. Margolis	0.10	Correspond with Cole Schotz re rejection notices.
08/16/23	Chris Pavlovich	1.10	Review, revise lease objection reply.
08/16/23	Charles B. Sterrett	1.90	Review, analyze lease and contract rejection issues (1.1); prepare for hearing re same (.8).
08/17/23	Jacob E. Black	8.90	Research case law re omnibus reply (3.9); draft, revise reply re same (3.9); analyze objections re case law, related issues (.6); further draft, revise reply (.5).
08/17/23	Megan C. Feeney	0.50	Correspond with R. Fiedler, K&E team, landlord counsel, Cole Schotz re lease rejection order (.3); review, analyze docket re same (.2).
08/17/23	Ross J. Fiedler	0.40	Correspond with landlords, Company advisors re lease issues (.4).
08/17/23	Max M. Freedman	2.70	Review, revise Ikea rejection reply (2.2); correspond with C. Sterrett re same (.3); correspond with R. Fiedler re same (.2).
08/17/23	Emily Geier, P.C.	1.30	Correspond with R. Fiedler, K&E team re lease litigation.
08/17/23	Sarah R. Margolis	0.20	Correspond with counsel re lift stay objection, lease rejection order (.1); review, analyze lease rejection issue (.1).
08/17/23	Sarah R. Margolis	0.90	Correspond with M. Sloman re lease issue re creditor inquiry (.2); correspond with CS re rejection orders (.3); review, analyze vendor issue (.2); correspond with Proskauer team re same (.2).
08/17/23	Michael A. Sloman	0.20	Telephone conference with landlord counsel re lease status.

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08/17/23	Charles B. Sterrett	2.40	Review, analyze lease rejection issues and creditor, contract counterparty inbounds (1.8); correspond with M. Sloman re same (.6).
08/17/23	Josh Sussberg, P.C.	0.10	Correspond with R. Fiedler, K&E team re Hudson Bay ownership.
08/18/23	Jacob E. Black	10.10	Research case law re omnibus reply (3.9); draft, revise reply re same (3.9); analyze objections re case law, related issues (.4); further draft, revise reply (1.9).
08/18/23	Ross J. Fiedler	1.30	Telephone conference with Company, Company advisors re lease issues, related real estate matters (.5); correspond with Company advisors re lease assignment issues (.3); analyze same (.2); telephone conference with B. LeHane re same (.3).
08/18/23	Emily Geier, P.C.	0.60	Correspond with R. Fiedler, K&E team, A&G re lease settlement (.4); review objection re same (.2).
08/18/23	Noelle M. Howard	0.20	Review, analyze correspondence with various landlord counsel re lease issues.
08/18/23	Sarah R. Margolis	0.30	Review, analyze lease issues.
08/18/23	Chris Pavlovich	1.80	Review, revise lease objection reply (1.6); correspond with J. Black re same (.2).
08/20/23	Ross J. Fiedler	0.50	Analyze lease issues.
08/21/23	Olivia Acuna	0.60	Correspond with Cole Schotz team, N. Howard re lease rejection (.2); revise rejection notice re same (.4).
08/21/23	Megan C. Feeney	0.40	Correspond with N. Howard re rejection notices (.2); review correspondence re same (.2).

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08/21/23	Ross J. Fiedler	4.20	Telephone conference with Cole Schotz, A&G, JLL and Company re lease matters, strategy and next steps (.5); same with Cole Schotz re Rogers AR lease assignment (.5); same with C. Shang, K&E team re same (.5); correspond with Cole Schotz, C. Sterrett, K&E team re lease issues (1.0); correspond with R. LeHane re same (.4); telephone conference with R. LeHane re same (.2); telephone conference with L. Baccash re same (.2); correspond with L. Baccash re same (.1); review lease sale procedures (.4); correspond with C. Sterrett, K&E team re same (.1); telephone conference with E. Geier re same (.3).
08/21/23	Max M. Freedman	0.30	Correspond with R. Fiedler, C. Sterrett re Ikea lease reply.
08/21/23	Emily Geier, P.C.	2.80	Correspond with A&G, R. Fiedler, K&E team re lease matter (1.4); correspond with counter parties re same (.5); review agreement re same (.2); correspond and conference with Cole Schotz re same (.7).
08/21/23	Noelle M. Howard	2.10	Correspond with Cole Schotz team re lease surrender letters (.4); review, analyze issues re same (.6); draft notice of rejection of certain leases (.8); correspond with O. Acuna re same (.3).
08/21/23	Chris Pavlovich	1.00	Correspond with N. Howard, landlord parties re lease rejection inquires (.2); research re same (.4); review, revise surrender letter (.4).
08/21/23	Michael A. Sloman	0.30	Review, analyze lease sale procedures re fiduciary out.
08/22/23	Olivia Acuna	0.50	Correspond with World Market counsel re lease status.
08/22/23	Jacob E. Black	15.60	Research case law re omnibus reply (3.7); draft, revise reply re same (3.9); analyze objections re case law, related issues (3.9); further draft, revise reply (3.9); correspond with R. Fiedler and C. Pavlovich re same (.2).
08/22/23	Megan C. Feeney	0.60	Draft, revise rejection notice works in progress summary (.5); correspond with S. Margolis, K&E team re same (.1).

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08/22/23	Ross J. Fiedler	4.20	Review, revise brief in support of lease assignments (1.3); analyze issues re same (.5); correspond with E. Geier, K&E team re same (1.1); review, revise reply in support of lease rejection motion (.5); correspond with E. Geier, K&E team re same (.3); correspond with Cole Schotz re lease assignments, related issues (.5).
08/22/23	Max M. Freedman	3.50	Research case law re lease rejection considerations (1.7); review, revise Ikea reply re same (1.4); correspond with C. Sterrett re same (.3); correspond with R. Fiedler re same (.1).
08/22/23	Emily Geier, P.C.	2.70	Correspond with R. Fiedler, K&E team re lease matter (1.4); correspond and conference with counter-parties re same (1.3).
08/22/23	Chris Pavlovich	2.40	Review, revise lease objection reply (1.7); research re precedent re same (.5); correspond with J. Black re same (.2).
08/23/23	Olivia Acuna	0.60	Telephone conference with C. Sterrett re rent payments (.1); analyze re same (.3); correspond with Cole Schotz team, R. Fiedler re same (.2).
08/23/23	Jacob E. Black	6.20	Research case law re omnibus lease reply (1.4); draft, revise reply re same (2.4); analyze objections re case law, related issues (1.1); further draft, revise reply (.7); correspond with R. Fiedler and C. Pavlovich re same (.6).
08/23/23	Ross J. Fiedler	2.80	Correspond with Company advisors, landlord counsel re lease assignment issues (1.0); analyze same (.5); review reply in support of lease rejection motion (.3); correspond with J. Black, K&E team re same (.2); correspond with R. Lehane re Rogers AR lease (.3); same with C. McGushin re same (.2); telephone conferences with Company advisors re lease issues (.3).
08/23/23	Max M. Freedman	0.90	Review, revise reply in support of Ikea lease rejection (.7); correspond with R. Fiedler, K&E team re same (.2).
08/23/23	Emily Geier, P.C.	1.70	Correspond with R. Fiedler, K&E team re lease litigation and discovery.

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08/23/23	Chris Pavlovich	6.20	Review, revise lease objection reply (3.9); correspond with R. Fiedler, J. Black, K&E team re same (.6); research, review re same (1.7).
08/23/23	Josh Sussberg, P.C.	0.10	Correspond with E. Geier, K&E team re Michael's/Brookfield lease.
08/24/23	Jacob E. Black	10.10	Research case law re omnibus lease reply (2.9); draft, revise reply re same (3.1); analyze objections re case law, related issues (2.7); further draft, revise reply (1.4).
08/24/23	Ross J. Fiedler	4.70	Telephone conference with C. Pavlovich, K&E team and Cole Schotz re deposition preparation (.5); correspond with C. Pavlovich, K&E team, Cole Schotz, and landlords re lease assignment issues (.5); review, revise brief in support of lease assignments (3.0); review, analyze Rogers AR assignment agreement (.3); review, revise declaration in support of lease assignments (.4).
08/24/23	Emily Geier, P.C.	2.70	Correspond with R. Fiedler, K&E team re lease litigation (1.2); review documents related to same (.8); conference and correspond with counter-parties re same (.7).
08/24/23	Chris Pavlovich	6.60	Telephone conference with R. Fiedler, K&E team, Cole Schotz team re lease objection depositions (.2); review, revise lease objection reply (3.9); research, analyze issues re same (2.2); correspond with R. Fiedler, J. Black re same (.3).
08/25/23	Jacob E. Black	12.10	Research case law re omnibus lease reply (3.3); draft, revise reply re same (3.1); analyze objections re case law, related issues (3.9); further research caselaw re omnibus reply (1.2); correspond with R. Fiedler and C. Pavlovich re same (.6).

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084739

Bed Bath and Beyond Inc.

Matter Number:

53510-11

Executory Contracts & Unexpired Leases

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/25/23	Ross J. Fiedler	7.70	Telephone conference with Cole Schotz, A&G, JLL and Company re lease matters, strategy and next steps (.5); draft brief and declaration in support of lease assignments (4.0); correspond with Cole Schotz, C. Pavlovich, K&E team and A&G re same (1.5); correspond with White & Case re same (.4); telephone conference with E. Amendola re same (.5); telephone conference with landlord re rejection motion (.2); correspond with J. Black, K&E team re same (.2); prepare brief and declaration for filing (.4).
08/25/23	Emily Geier, P.C.	4.40	Review lease flings (1.6); review, revise reply (2.3); conferences with counter-parties re same (.5).
08/25/23	Noelle M. Howard	0.50	Correspond with contract counterparties re invoice questions (.3); correspond with C. Sterrett, Alix team re same (.2).
08/25/23	Chris Pavlovich	8.90	Telephone conference with R. Fiedler, K&E team, Cole Schotz team re lease objection declaration (.5); revise lease objection reply (3.9); research, analyze same (3.9); correspond with R. Fiedler, J. Black re same (.6).
08/26/23	Ross J. Fiedler	0.90	Review, revise reply in support of lease rejection motion (.5); correspond with K&E team re same (.2); telephone conferences with K&E team re same (.2).
08/26/23	Max M. Freedman	1.40	Review, revise reply re Ikea lease objection (.9); correspond with R. Fiedler, C. Sterrett re same (.3); correspond with E. Geier, K&E team re same (.2).
08/26/23	Charles B. Sterrett	0.30	Correspond with M. Freedman, R. Fiedler re lease issue pleading.
08/28/23	Olivia Acuna	1.10	Correspond with Alix team, C. Sterrett re lease status (.4); telephone conference with C. Sterrett re same (.2); analyze pleadings re same (.5).
08/28/23	Jacob E. Black	6.20	Research case law, issues re omnibus lease assignment reply (2.8); draft, analyze hearing preparation materials re same (3.4).

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084739

Bed Bath and Beyond Inc.

Matter Number:

53510-11

Executory Contracts & Unexpired Leases

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/28/23	Ross J. Fiedler	8.00	Correspond with C. McGushin, K&E team, Cole Schotz re lease sale trial (.5); review, analyze issues re same (1.4); prepare for same (4.0); telephone conferences with E. Geier, Cole Schotz re same (1.0); review, revise stipulation of facts (.3); correspond with D. Bass re same (.2); correspond with B. Sandler, C. Dale re lease matters (.2); correspond with landlord, C. Sterrett re Ikea lease issues (.3); telephone conference with landlord re same (.1).
08/28/23	Max M. Freedman	0.80	Draft proposed order re Ikea lease rejection (.5); correspond with C. Sterrett re same (.1); review, revise same (.1); correspond with R. Fiedler re same (.1).
08/28/23	Emily Geier, P.C.	2.70	Research re contested lease issue (2.1); correspond with R. Fiedler, K&E team, Cole Schotz re same (.6).
08/28/23	Noelle M. Howard	0.30	Correspond with contract counterparty re cure objection.
08/28/23	Chris Pavlovich	2.40	Correspond with Company, third parties re lease issues (.6); telephone conference with R. Fiedler, K&E team re deposition debrief (.9); review, research following same (.9).
08/28/23	Charles B. Sterrett	0.40	Review revised order re lease rejection (.3); correspond with M. Freedman, R. Fiedler re same (.1).
08/29/23	Olivia Acuna	1.20	Correspond with C. Sterrett, Alix team, A&G team re lease rejections (.3); analyze lease rejection notice (.5); correspond with N. Howard, C. Sterrett re same (.4).
08/29/23	Jacob E. Black	15.10	Research case law re omnibus lease reply (3.7); draft, revise hearing materials re same (3.8); further analyze, revise same re same (3.9); conferences with C. Pavlovich re same (1.8); telephone conference with C. Pavlovich and K&E team re same (.5); further telephone conference with C. Pavlovich and K&E team re hearing (.3); further review, revise hearing materials re same (1.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/29/23	Ross J. Fiedler	9.20	Correspond with C. McGushin, C. Pavlovich, K&E team, Cole Schotz re lease sale trial (.5); review, analyze issues re same (2.0); prepare for same (4.0); telephone conferences with E. Geier, Cole Schotz re same (1.0); correspond with D. Bass re same, stipulation of facts (.5); correspond with landlord re Ikea lease issues (.1); telephone conference with landlord re same (.1); telephone conference with White & Case, Kelley Drye re witness and exhibit list (.3); correspond with White & Case re same (.2); telephone conference with S. Hershey re same (.2); telephone conference with J. Black, K&E team re hearing (.3).
08/29/23	Julia R. Foster	0.50	Correspond with C. Pavlovich and J. Black re lease, property lien searches.
08/29/23	Noelle M. Howard	0.50	Review, analyze correspondence with landlord counsel re lease issues (.2); correspond with O. Acuna, C. Sterrett re lease rejection notice (.3).
08/29/23	Georgia Meadow	0.90	Prepare binder documents re August 30 lease sale hearing.
08/29/23	Chris Pavlovich	11.70	Telephone conference with R. Fiedler, J. Black re lease objection hearing (.5); telephone conference with E. Geier, K&E team, A&G, Cole Schotz re lease objection hearing (.5); prepare re same (.3); review, revise lease objection hearing presentation (3.9); conferences with J. Black re same (1.8); review, revise same (2.9); research re same (1.8).
08/29/23	Charles B. Sterrett	1.90	Review, analyze lease rejection considerations (.8); correspond with O. Acuna, N. Howard, R. Fielder re same (.7); follow up re same (.4).
08/29/23	Tanzila Zomo	2.00	Prepare documents re August 30, 2023 lease sale hearing.
08/30/23	Olivia Acuna	2.30	Telephone conference with C. Sterrett re lease rejections (.2); correspond with N. Howard re same (.4); correspond with C. Sterrett re same (.3); telephone conference with Cole Schotz team re executory contracts (.4); review, revise lease rejection notice (.5); correspond with Alix team, A&G team re same (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/30/23	Jacob E. Black	8.50	Research issues re omnibus lease assignment reply (2.9); draft, revises analyses re same (2.7); further research re same (2.9).
08/30/23	Ross J. Fiedler	4.50	Prepare for lease assignment trial (3.0); correspond with Cole Schotz, A&G, M. Freedman, K&E team and opposing counsel re same, related issues (1.5).
08/30/23	Max M. Freedman	0.10	Correspond with R. Fiedler, C. Sterrett re Ikea rejection proposed order.
08/30/23	Noelle M. Howard	1.00	Revise lease rejection notice (.5); correspond with O. Acuna re same (.3); correspond with Cole Schotz re same (.2).
08/30/23	Sarah R. Margolis	0.30	Review, analyze lease procedures order (.2); correspond with O. Acuna re same (.1).
08/30/23	Georgia Meadow	1.30	Prepare binder materials re August 30 lease sale hearing.
08/30/23	Chris Pavlovich	0.60	Telephone conference with R. Fiedler, K&E team, Cole Schotz team re lease objection depositions (.2); review, revise same (.4).
08/30/23	Charles B. Sterrett	1.30	Review, analyze lease issues, rejection considerations (.8); correspond with O. Acuna, K&E team, contract and lease counterparties re same (.4); conference with contract counterparties, O. Acuna re potential issues (.1).
08/30/23	Tanzila Zomo	2.00	Prepare materials re lease sale hearing.
08/31/23	Olivia Acuna	1.40	Review, revise lease rejection notice (.7); correspond with Cole Schotz team re rejection notice (.2); correspond with N. Howard, C. Sterrett re same (.3); analyze correspondence re same (.2).
08/31/23	Ross J. Fiedler	1.60	Telephone conference with White & Case re lease sale issues (.5); correspond with D. Bass, Cole Schotz, M. Freedman, K&E team re same (.5); review Michaels assignment order (.3); analyze order re lease rejection (.2); correspond with M. Freedman re same (.1).
08/31/23	Max M. Freedman	0.60	Review, revise proposed order re Ikea lease rejection (.4); correspond with R. Fiedler, C. Sterrett re same (.1); correspond with Greenberg Traurig re same (.1).

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084739

Bed Bath and Beyond Inc.

Matter Number:

53510-11

Executory Contracts & Unexpired Leases

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/31/23	Emily Geier, P.C.	0.90	Correspond with R. Fiedler, K&E team re lease order (.3); review same (.6).
08/31/23	Noelle M. Howard	1.50	Revise contract and lease rejection notice (.5); correspond with C. Sterrett, O. Acuna re same (.2); correspond with Cole Schotz, Alix team, and A&G re same (.2); review, analyze lease surrender letters (.6).
08/31/23	Charles B. Sterrett	1.70	Review, analyze lease rejection pleadings and related issues (.7); correspond with O. Acuna re same (.3); correspond with M. Sloman, R. Fiedler re credit card processing contract counterparty (.7).
Total		434.70	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084740
Client Matter: 53510-12

In the Matter of Business Operations

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 3,424.00

Total legal services rendered

\$ 3,424.00

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ross J. Fiedler	1.70	1,295.00	2,201.50
Emily Geier, P.C.	0.30	1,495.00	448.50
Samantha Helgason	0.60	995.00	597.00
Mary Catherine Young	0.20	885.00	177.00
TOTALS	2.80		\$ 3,424.00

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/03/23	Ross J. Fiedler	0.80	Review, analyze issues re operational matters (.5); correspond with D. Kastin, Alix team re same (.3).
08/03/23	Emily Geier, P.C.	0.30	Correspond with R. Fiedler, K&E team re operations issue.
08/04/23	Ross J. Fiedler	0.90	Telephone conference with Alix, creditor advisors re operational update, related issues (.5); review, analyze issues re same (.4).
08/23/23	Mary Catherine Young	0.20	Review, analyze Company organization documents.
08/29/23	Samantha Helgason	0.60	Review, revise August de minimis settlements reporting notice.
Total		2.80	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084741
Client Matter: 53510-13

In the Matter of Claims Administration

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 74,717.50

Total legal services rendered

\$ 74,717.50

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ann Becchina	1.00	1,945.00	1,945.00
Emily Geier, P.C.	21.00	1,495.00	31,395.00
Rachel Golden	0.20	885.00	177.00
Samantha Helgason	17.10	995.00	17,014.50
Sarah R. Margolis	0.20	1,155.00	231.00
Zak Piech	12.90	885.00	11,416.50
Noah Z. Sosnick	0.40	1,155.00	462.00
Charles B. Sterrett	9.70	1,245.00	12,076.50
TOTALS	62.50		\$ 74,717.50

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Emily Geier, P.C.	0.80	Correspond with Doordash counsel, K&E team re claim settlement (.4); correspond with party re indemnification request (.2); review re same (.2).
08/02/23	Samantha Helgason	0.90	Review, analyze de minimis settlement order (.4); review precedent stipulations re same (.2); correspond with R. Fiedler re same (.3).
08/03/23	Emily Geier, P.C.	0.60	Correspond with R. Fiedler, K&E team re letter of credit recovery and related issues (.3); research, analyze caselaw, precedent re same (.3).
08/03/23	Samantha Helgason	0.30	Correspond with Company, R. Fielder re de minimis claims procedures.
08/03/23	Charles B. Sterrett	0.90	Correspond with M. Sloman re claims, reserves, and related issues (.4); review, analyze diligence and materials re same (.5).
08/04/23	Emily Geier, P.C.	1.20	Analyze indemnification claim issues (.4); correspond with Company, shipping counsel re abandonment request (.3); correspond with counterparty re same (.2); analyze materials re same (.3).
08/04/23	Charles B. Sterrett	1.10	Review, analyze claims, reporting inquiry (.6); correspond with Alix team, R. Fiedler re same (.5).
08/07/23	Emily Geier, P.C.	0.30	Correspond with carrier re settlement.
08/07/23	Samantha Helgason	0.80	Research, analyze precedent agreements re de minimis agreements (.7); correspond with R. Fiedler re summary re same (.1).
08/07/23	Noah Z. Sosnick	0.30	Correspond with Alix team, counterparty re AGC claims.
08/07/23	Charles B. Sterrett	0.40	Conference with Alix team, American Express re claim considerations.
08/08/23	Emily Geier, P.C.	0.30	Correspond with Company re letter of credit claims.
08/09/23	Samantha Helgason	2.60	Draft settlement agreement form for de minimis claims, notice of same (2.3); correspond with R. Fiedler re same (.3).
08/09/23	Zak Piech	0.10	Telephone conference with claimant re claim inquiry.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/10/23	Ann Becchina	1.00	Review warrant transaction and discuss February transfer agent data re potential Section 16(b) reporting claim.
08/10/23	Emily Geier, P.C.	0.40	Review, analyze maritime claims update.
08/10/23	Rachel Golden	0.20	Correspond with C. Sterrett re master service list (.1); correspond with Kroll team re same (.1).
08/10/23	Samantha Helgason	2.10	Correspond with R. Fiedler re setoff rights (.3); review, revise DoorDash settlement agreement, notice of settlement re same (1.1); correspond with E. Geier, R. Fiedler re same (.3); research, analyze setoff and draft summary of same (.4).
08/11/23	Emily Geier, P.C.	2.40	Review letter of credit response letter (.3); correspond with counsel for same (1.1); correspond with S. Helgason, K&E team re same (.3); review draft letter of credit correspondence (.3); correspond with S. Helgason, K&E team re same (.4).
08/11/23	Zak Piech	0.10	Correspond with C. Sterrett, K&E team, Kroll team re claim issue.
08/12/23	Noah Z. Sosnick	0.10	Correspond with J. Sussberg re claims inquiries.
08/14/23	Emily Geier, P.C.	0.30	Correspond with carrier re settlement.
08/15/23	Emily Geier, P.C.	0.30	Correspond with Company re letter of credit claims.
08/15/23	Zak Piech	0.20	Correspond with C. Sterrett, K&E team, Kroll team re claim inquiry.
08/16/23	Samantha Helgason	0.30	Correspond with Company re de minimis claims settlement.
08/16/23	Zak Piech	0.20	Correspond with C. Sterrett, K&E team re late filed claim.
08/17/23	Emily Geier, P.C.	5.40	Research re claim set off issues (3.5); review draft letter correspondence re same (.7); correspond with S. Helgason , K&E team re same (.3); review, analyze draft letter of credit settlement agreement and supporting documentation (.6); correspond with Company, AlixPartners, S. Helgason , K&E team re same (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/18/23	Emily Geier, P.C.	1.40	Research re set off issue (1.0); correspond with S. Helgason, K&E team re same (.2); correspond with counterparty re proposed settlement agreement (.2).
08/18/23	Samantha Helgason	0.70	Correspond with R. Fielder re de minimis settlement agreement, noticing of same (.3); correspond with Kroll team re noticing of same (.4).
08/21/23	Samantha Helgason	1.20	Draft and review notice of settlements (.8); correspond with Alix team re same (.2); correspond with C. Sterrett re same (.2).
08/21/23	Zak Piech	0.10	Correspond with C. Sterrett re claimant inquiry.
08/21/23	Charles B. Sterrett	1.20	Correspond with R. Golden, S. Margolis, claimants re inquiries (.6); review de minimis claim settlement notice (.2); correspond with S. Helgason, Alix team re same (.4).
08/22/23	Emily Geier, P.C.	0.30	Correspond with Company re letter of credit claims.
08/22/23	Samantha Helgason	1.10	Draft form of de minimis claims settlement agreement (.5); correspond with C. Sterrett re same (.2); telephone conference with settlement party re status of settlement (.1); correspond with Cole Schotz re form of de minimis settlement, future process (.3).
08/22/23	Zak Piech	0.90	Analyze issues re claim offset (.3); research, analyze precedent re same (.6).
08/22/23	Charles B. Sterrett	0.60	Review de minimis settlement materials (.2); correspond with S. Helgason re same (.2); correspond with R. Golden re claimant inquiry (.2).
08/23/23	Zak Piech	3.60	Research, analyze precedent re claim offset issues (1.7); draft summary re same (1.4); correspond with M. Sloman, K&E team re same (.5).
08/23/23	Charles B. Sterrett	0.80	Review, analyze claimant outreach, inquiries (.4); correspond with S. Margolis, K&E team re same (.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/24/23	Emily Geier, P.C.	5.40	Research re claim set off issues (3.3); review draft letter correspondence re same (.7); correspond with S. Helgason, K&E team re same (.3); review, analyze draft letter of credit settlement agreement and supporting documentation (.8); correspond with Company, AlixPartners, S. Helgason , K&E team re same (.3).
08/24/23	Zak Piech	2.30	Research, analyze precedent re claim offset issues (1.4); draft summary re same (.7); correspond with M. Sloman, S. Margolis re same (.2).
08/25/23	Emily Geier, P.C.	1.40	Research re set off issue (1.0); correspond with S. Helgason, K&E team re same (.2); correspond with counter-party re proposed settlement agreement (.2).
08/25/23	Samantha Helgason	0.30	Correspond with Alix team re de minimis claims reporting.
08/25/23	Charles B. Sterrett	0.70	Review de minimis claims settlement notice.
08/28/23	Samantha Helgason	4.10	Correspond with R. Fiedler, E. Geier re de minimis claims process (.8); review, analyze order, procedures re same (.5); review, analyze notice re same (.6); correspond with AlixPartners re same (.4); telephone conference with AlixPartners re same (.2); correspond with Alix team re bank instructions re de minimis settlement (.2); correspond with settlement counterparty re same (.1); correspond with R. Fiedler, SSP re notices, approval of same (.7); further correspond with R. Fielder re de minimis process (.6).
08/28/23	Zak Piech	4.50	Analyze issues re customs claims, offset inquiry (.8); research precedent re same (2.3); draft summary re same (1.1); correspond with M. Sloman, S. Margolis, K&E team re same (.3).
08/28/23	Charles B. Sterrett	1.70	Review, analyze outreach and proposed responses re claimant inquiries (.8); correspond with Kroll, Cole Schotz, S. Margolis, R. Golden re same (.9).
08/29/23	Emily Geier, P.C.	0.50	Correspond with S. Helgason, K&E team re de minimis claim settlements (.3); review document re same (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/29/23	Samantha Helgason	1.40	Telephone conference with de minimis settlement party re status of settlement (.1); correspond with E. Geier, R. Fiedler re de minimis procedures process, next steps (1.0); correspond with Kroll re service of notice re de minimis settlements (.3).
08/29/23	Sarah R. Margolis	0.20	Telephone conference with S. Helgason re de minimis claims.
08/29/23	Zak Piech	0.90	Research re customs claim offset issue (.7); correspond with S. Margolis, K&E team re same (.2).
08/29/23	Charles B. Sterrett	0.50	Review, analyze potential claims matters, objections.
08/30/23	Samantha Helgason	0.30	Telephone conference with Alix team re de minimis claims process (.2); telephone conference with O. Acuna re de minimis settlement party correspondence (.1).
08/30/23	Charles B. Sterrett	1.80	Correspond with claimants re solicitation, claims issues (1.1); correspond with Kroll, S. Margolis, K&E team re same (.3); review, analyze issues and considerations re same (.4).
08/31/23	Samantha Helgason	1.00	Telephone conference with Cole Schotz re de minimis settlement agreements (.1); correspond with counsel to de minimis settlement party re status update (.2); correspond with Alix team re de minimis settlements (.4); review, analyze settlement party edits to agreement (.3).
Total		62.50	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084742
Client Matter: 53510-15

In the Matter of Creditor and Stakeholder Communications

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 21,452.00

Total legal services rendered

\$ 21,452.00

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Olivia Acuna	1.20	1,155.00	1,386.00
Matthew Antinossi	0.60	1,895.00	1,137.00
Emily Geier, P.C.	5.80	1,495.00	8,671.00
Rachel Golden	6.20	885.00	5,487.00
Noelle M. Howard	0.30	885.00	265.50
Zak Read	0.90	885.00	796.50
Michael A. Sloman	1.20	995.00	1,194.00
Josh Sussberg, P.C.	1.10	2,045.00	2,249.50
Mary Catherine Young	0.30	885.00	265.50
TOTALS	17.60		\$ 21,452.00

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Rachel Golden	0.90	Review, analyze correspondence re stakeholder inquiries (.4); research re same (.3); correspond with C. Sterrett re same (.2).
08/02/23	Emily Geier, P.C.	0.30	Correspond with interested parties re inquiries.
08/02/23	Rachel Golden	1.00	Correspond with equity holder re inquiry (.1); correspond with C. Sterrett re same (.1); research re same (.8).
08/03/23	Michael A. Sloman	0.10	Correspond with C. Sterrett re preparation for conference with lenders.
08/07/23	Olivia Acuna	0.10	Correspond with C Street team re communications strategy.
08/07/23	Emily Geier, P.C.	0.50	Correspond with stakeholders re inbound inquiries.
08/07/23	Rachel Golden	0.50	Correspond with C. Sterrett re outreach inquiries (.2); correspond with Kroll, parties in interest re same (.3).
08/08/23	Emily Geier, P.C.	0.30	Correspond with interested parties re inquiries.
08/08/23	Josh Sussberg, P.C.	0.10	Correspond with claimants re inquiries.
08/09/23	Olivia Acuna	0.20	Review, analyze stakeholder communications.
08/10/23	Olivia Acuna	0.70	Review, analyze stakeholder communications (.3); draft responses re same (.3); correspond with C Street team re same (.1).
08/11/23	Emily Geier, P.C.	0.70	Telephone conference with bondholder re inquiry (.4); correspond with interested parties re inquiries (.3).
08/12/23	Josh Sussberg, P.C.	0.10	Correspond with claimants re inquiries.
08/14/23	Emily Geier, P.C.	1.10	Correspond with stakeholders re inquiries (.7); telephone conference with shareholder re inquiry (.3); correspond with shareholder re same (.1).
08/14/23	Michael A. Sloman	0.60	Draft correspondence to stakeholder re chapter 11 inquiries (.3); research, analyze considerations re same (.3).
08/15/23	Olivia Acuna	0.20	Telephone conference with C Street team re communications materials.
08/15/23	Emily Geier, P.C.	0.30	Correspond with interested parties re inquiries.

Legal Services for the Period Ending August 31, 2023 Document Page 116 of 208
 Bed Bath and Beyond Inc. Invoice Number: 1050084742
 Creditor and Stakeholder Communications Matter Number: 53510-15

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/15/23	Rachel Golden	0.20	Correspond with C. Sterrett re noticing (.1); correspond with Kroll team re same (.1).
08/15/23	Josh Sussberg, P.C.	0.10	Correspond with creditors re inquiries.
08/16/23	Rachel Golden	0.30	Correspond with C. Sterrett re creditor outreach (.1); draft correspondence re same (.1); correspond with creditor re same (.1).
08/16/23	Josh Sussberg, P.C.	0.10	Correspond with creditors re inquiries.
08/17/23	Josh Sussberg, P.C.	0.20	Correspond with creditors re [].
08/18/23	Emily Geier, P.C.	0.60	Correspond with interested parties re inquiries.
08/19/23	Josh Sussberg, P.C.	0.10	Correspond with creditors re inquiries.
08/21/23	Matthew Antinossi	0.60	Review correspondence from C Street team re stakeholder communications (.2); review draft employee communications re same (.3); correspond with R. Fiedler, K&E team re same (.1).
08/21/23	Emily Geier, P.C.	0.60	Correspond with stakeholders re inquiries (.2); telephone conference with shareholder re inquiry (.3); correspond with same re same (.1).
08/21/23	Michael A. Sloman	0.50	Revise, draft communications materials to employees re 401(k) (.3); correspond with M. Antinossi re same (.2).
08/22/23	Emily Geier, P.C.	0.30	Correspond with interested parties re inquiries.
08/22/23	Rachel Golden	0.10	Correspond with N. Sosnick re creditor inquiry.
08/23/23	Rachel Golden	0.90	Correspond with shareholder re notice inquiry (.1); correspond with C. Sterrett, Kroll team re same (.5); correspond with A. Kahn, K&E team re same (.2); correspond with R. Fiedler re same (.1).
08/23/23	Noelle M. Howard	0.30	Telephone conference with stockholder re plan related notices.
08/23/23	Zak Read	0.30	Review correspondence from creditor re solicitation (.1); correspond with N. Sosnick, K&E team re same (.1); correspond with Kroll re same (.1).
08/23/23	Josh Sussberg, P.C.	0.10	Correspond with creditors re inquiries.
08/23/23	Mary Catherine Young	0.30	Review creditor inquiries re voting, solicitation.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/24/23	Rachel Golden	1.00	Correspond with A. Zangrillo, K&E team re stakeholder inquiry (.2); correspond with C. Sterrett, A. Zangrillo re same (.2); draft correspondence re same (.2); conference with A. Zangrillo re same (.3); correspond with R. Fiedler re same (.1).
08/24/23	Josh Sussberg, P.C.	0.20	Correspond with creditors re inquiries.
08/25/23	Emily Geier, P.C.	0.60	Correspond with interested parties re inquiries.
08/25/23	Rachel Golden	0.30	Telephone conference with shareholder re questions (.2); correspond with shareholder re same (.1).
08/25/23	Zak Read	0.10	Correspond with creditor re solicitation inquiry.
08/25/23	Josh Sussberg, P.C.	0.10	Correspond with creditors re inquiries.
08/26/23	Zak Read	0.30	Review, analyze creditor correspondence re solicitation (.2); correspond with creditor re same (.1).
08/28/23	Emily Geier, P.C.	0.50	Correspond with stakeholders re inquiries.
08/29/23	Rachel Golden	0.70	Correspond with C. Sterrett re creditor inquiry (.1); draft correspond with creditor re same (.3); conference with same re same (.3).
08/30/23	Zak Read	0.20	Review, analyze stakeholder inquiry (.1); correspond with stakeholder re same (.1).
08/31/23	Rachel Golden	0.30	Correspond with C. Sterrett re stakeholder communications (.1); correspond with R. Fiedler re same (.1); correspond with stakeholder re same (.1).
Total		17.60	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084743
Client Matter: 53510-16

In the Matter of U.S. Trustee Matters and Communication

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 3,460.00

Total legal services rendered

\$ 3,460.00

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Golden	2.70	885.00	2,389.50
Samantha Helgason	0.20	995.00	199.00
Charles B. Sterrett	0.70	1,245.00	871.50
TOTALS	3.60		\$ 3,460.00

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/03/23	Charles B. Sterrett	0.70	Review monthly operating reports, related global notes.
08/04/23	Rachel Golden	0.80	Correspond with AlixPartners re monthly operating reports (.1); review, revise global notes re same (.6); correspond with C. Sterrett re same (.1).
08/21/23	Rachel Golden	1.90	Correspond with C. Sterrett re monthly operating reports (.3); correspond with AlixPartners re same (.2); conference with Cole Schotz team re same (.2); review, revise same, global notes (1.2).
08/22/23	Samantha Helgason	0.20	Correspond with AlixPartners re monthly reporting obligations.
Total		3.60	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084744
Client Matter: 53510-17

In the Matter of Hearings

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 74,787.50

Total legal services rendered

\$ 74,787.50

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Olivia Acuna	4.50	1,155.00	5,197.50
Jacob E. Black	3.60	995.00	3,582.00
Amy Donahue	7.00	480.00	3,360.00
Megan C. Feeney	3.00	885.00	2,655.00
Ross J. Fiedler	7.50	1,295.00	9,712.50
Julia R. Foster	6.30	480.00	3,024.00
Max M. Freedman	0.70	995.00	696.50
Emily Geier, P.C.	7.10	1,495.00	10,614.50
Samantha Helgason	2.10	995.00	2,089.50
Noelle M. Howard	1.50	885.00	1,327.50
Sarah R. Margolis	1.30	1,155.00	1,501.50
Georgia Meadow	3.50	325.00	1,137.50
Chris Pavlovich	7.10	1,155.00	8,200.50
Zak Piech	2.00	885.00	1,770.00
Zak Read	0.60	885.00	531.00
Christine Shang	4.50	1,245.00	5,602.50
Michael A. Sloman	0.70	995.00	696.50
Noah Z. Sosnick	3.50	1,155.00	4,042.50
Charles B. Sterrett	4.20	1,245.00	5,229.00
Josh Sussberg, P.C.	0.50	2,045.00	1,022.50
Danielle Walker	5.10	325.00	1,657.50
Tanzila Zomo	3.50	325.00	1,137.50
TOTALS	79.80		\$ 74,787.50

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Olivia Acuna	0.60	Attend disclosure statement hearing.
08/01/23	Amy Donahue	1.00	Attend disclosure statement hearing.
08/01/23	Megan C. Feeney	0.50	Attend conditional disclosure statement hearing.
08/01/23	Ross J. Fiedler	1.50	Attend and participate in conditional disclosure statement hearing (1.5).
08/01/23	Julia R. Foster	1.10	Open disclosure statement hearing line (.3); attend and monitor hearing line re same (.8).
08/01/23	Emily Geier, P.C.	0.90	Prepare for and attend disclosure statement and exclusivity hearing.
08/01/23	Samantha Helgason	0.90	Attend conditional disclosure statement hearing.
08/01/23	Sarah R. Margolis	0.80	Attend disclosure statement hearing.
08/01/23	Chris Pavlovich	1.00	Attend disclosure statement hearing.
08/01/23	Zak Piech	0.60	Attend hearing re disclosure statement approval.
08/01/23	Zak Read	0.60	Attend conditional disclosure statement hearing.
08/01/23	Michael A. Sloman	0.70	Attend hearing re conditional approval of disclosure statement.
08/01/23	Noah Z. Sosnick	1.00	Attend disclosure statement hearing.
08/01/23	Charles B. Sterrett	0.60	Attend hearing re conditional disclosure statement approval.
08/01/23	Josh Sussberg, P.C.	0.50	Participate in disclosure statement hearing.
08/01/23	Danielle Walker	0.90	Attend conditional disclosure statement hearing.
08/11/23	Amy Donahue	1.00	Attend lease dispute hearing.
08/11/23	Megan C. Feeney	0.50	Attend lease dispute hearing.
08/11/23	Ross J. Fiedler	0.50	Attend and participate in hearing (.5).
08/11/23	Julia R. Foster	1.00	Open hearing line re lease dispute hearing (.2); attend and monitor same (.8).
08/11/23	Emily Geier, P.C.	0.40	Attend lease dispute hearing.
08/11/23	Samantha Helgason	0.40	Attend hearing re lease disputes.
08/11/23	Chris Pavlovich	1.00	Attend hearing re discovery dispute.
08/11/23	Noah Z. Sosnick	0.50	Attend lease dispute hearing.
08/11/23	Charles B. Sterrett	0.80	Attend hearing re lease issues.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/16/23	Olivia Acuna	0.40	Participate in omnibus hearing.
08/16/23	Amy Donahue	0.50	Attend omnibus hearing.
08/16/23	Megan C. Feeney	0.50	Attend omnibus hearing.
08/16/23	Ross J. Fiedler	0.50	Attend and participate in omnibus hearing.
08/16/23	Julia R. Foster	0.30	Open hearing line re omnibus hearing (.2); attend and monitor same (.1).
08/16/23	Max M. Freedman	0.70	Participate in omnibus hearing re 365(d)(4) extension, lease rejection.
08/16/23	Emily Geier, P.C.	0.60	Attend omnibus hearing.
08/16/23	Sarah R. Margolis	0.50	Attend omnibus hearing.
08/16/23	Chris Pavlovich	0.50	Attend omnibus hearing.
08/16/23	Charles B. Sterrett	0.40	Attend omnibus hearing re lease matters.
08/16/23	Danielle Walker	0.60	Attend omnibus hearing.
08/30/23	Olivia Acuna	3.50	Participate in lease sale hearing.
08/30/23	Jacob E. Black	3.60	Attend hearing re omnibus lease reply.
08/30/23	Amy Donahue	4.50	Attend lease sales hearing.
08/30/23	Megan C. Feeney	1.50	Attend lease sale hearing.
08/30/23	Ross J. Fiedler	5.00	Attend and participate in lease assignment hearing.
08/30/23	Julia R. Foster	3.90	Open lease sale hearing line (.2); monitor and assist with hearing (3.0); open second hearing line (.2); monitor and assist with hearing (.5).
08/30/23	Emily Geier, P.C.	5.20	Attend contested lease sale hearing.
08/30/23	Samantha Helgason	0.80	Attend lease sale hearing.
08/30/23	Noelle M. Howard	1.50	Attend lease sale hearing.
08/30/23	Georgia Meadow	3.50	Assist with and attend lease sale hearing.
08/30/23	Chris Pavlovich	4.60	Attend lease sale hearings.
08/30/23	Zak Piech	1.40	Attend lease sale hearing.
08/30/23	Christine Shang	4.50	Attending hearing.
08/30/23	Noah Z. Sosnick	2.00	Attend lease sale hearing.
08/30/23	Charles B. Sterrett	2.40	Attend hearing re lease matters.
08/30/23	Danielle Walker	3.60	Assist with and attend lease sale hearing.
08/30/23	Tanzila Zomo	3.50	Assist with and attend lease sale hearing.
Total		79.80	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084745
Client Matter: 53510-18

In the Matter of Insurance and Surety Matters

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 12,861.50

Total legal services rendered

\$ 12,861.50

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Olivia Acuna	4.90	1,155.00	5,659.50
Ross J. Fiedler	1.80	1,295.00	2,331.00
Noelle M. Howard	0.60	885.00	531.00
William T. Pruitt	2.80	1,550.00	4,340.00
TOTALS	10.10		\$ 12,861.50

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Olivia Acuna	0.20	Analyze correspondence from Cole Schotz and AlixPartners re insurance coverage.
08/01/23	Ross J. Fiedler	0.50	Telephone conference with W. Pruitt re insurance issues.
08/01/23	William T. Pruitt	0.60	Review insurance policies re coverage considerations (.3); analyze lift-stay request and related insurance coverage issues (.2); telephone conference with broker and M. Koch re same (.1).
08/03/23	Olivia Acuna	0.20	Correspond with insurance provider re surety bonds.
08/08/23	William T. Pruitt	0.70	Analyze Cost Plus EPL claim (.2); review and analyze draft stipulation re same (.3); telephone conference with M. Koch re same (.2).
08/09/23	William T. Pruitt	0.50	Review and analyze revised run-off endorsement and correspond with broker re same.
08/10/23	Olivia Acuna	0.20	Correspond with surety bond provider, AlixPartners re bonds.
08/10/23	Ross J. Fiedler	0.60	Review insurance authorization letters (.4); correspond with K&E team, Company re same (.2).
08/10/23	William T. Pruitt	0.30	Review and analyze draft broker engagement letter for workers compensation (.2); correspond with R. Fiedler re same (.1).
08/11/23	William T. Pruitt	0.70	Analyze D&O insurance issues (.2); correspond with J. Sussberg and E. Geier re same (.2); prepare for and participate in board telephone conference re same (.3).
08/14/23	Olivia Acuna	1.20	Correspond with Alix team re surety bonds (.5); analyze diligence re same (.7).
08/15/23	Olivia Acuna	0.50	Telephone conference with AlixPartners, C. Sterrett re surety bonds (.3); analyze correspondence re same (.2).
08/15/23	Ross J. Fiedler	0.20	Correspond with Company, M3 re insurance matters.
08/16/23	Olivia Acuna	0.50	Correspond with Alix team, Cole Schotz team, C. Sterrett re insurance coverage.

Legal Services for the Period Ending August 31, 2023
 Bed Bath and Beyond Inc.
 Insurance and Surety Matters

Document Page 128 of 208

Invoice Number: 1050084745
 Matter Number: 53510-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/17/23	Olivia Acuna	0.70	Telephone conference with Cole Schotz, AlixPartners, Company re insurance policies.
08/17/23	Ross J. Fiedler	0.50	Telephone conference with Alix re insurance issues.
08/18/23	Noelle M. Howard	0.20	Correspond with surety bond counterparty re bond issues.
08/21/23	Olivia Acuna	0.60	Correspond with AlixPartners, C. Sterrett re surety bonds (.2); telephone conference with surety bond provider re coverage needs (.4).
08/21/23	Noelle M. Howard	0.40	Telephone conference with surety provider, O. Acuna, K&E team re surety questions.
08/29/23	Olivia Acuna	0.40	Correspond with C. Sterrett, Alix team re surety bonds.
08/30/23	Olivia Acuna	0.40	Telephone conference with C. Sterrett re surety bonds (.2); correspond with AlixPartners re same (.2).
Total		10.10	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084746
Client Matter: 53510-19

In the Matter of Utilities

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 708.00

Total legal services rendered

\$ 708.00

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachel Young	0.80	885.00	708.00
TOTALS	0.80		\$ 708.00

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/02/23	Rachel Young	0.10	Correspond with utility provider re outstanding inquiry.
08/03/23	Rachel Young	0.20	Correspond with Alix team re utilities inquiries.
08/08/23	Rachel Young	0.20	Correspond with Alix team re utilities inquiries.
08/15/23	Rachel Young	0.30	Correspond with Alix team re utilities issues.
Total		0.80	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084747
Client Matter: 53510-20

In the Matter of Tax Matters

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 39,261.00

Total legal services rendered

\$ 39,261.00

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Olivia Acuna	0.50	1,155.00	577.50
Thad W. Davis, P.C.	6.90	1,795.00	12,385.50
Ross J. Fiedler	0.80	1,295.00	1,036.00
Emily Geier, P.C.	5.60	1,495.00	8,372.00
Sarah R. Margolis	6.90	1,155.00	7,969.50
Zak Piech	6.00	885.00	5,310.00
Charles B. Sterrett	2.90	1,245.00	3,610.50
TOTALS	29.60		\$ 39,261.00

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/02/23	Thad W. Davis, P.C.	0.40	Review Illinois tax settlement proposal.
08/02/23	Zak Piech	1.60	Revise tax settlement offer re chapter 11 language (.8); analyze issues re same (.5); correspond with C. Sterrett, K&E team re same (.3).
08/02/23	Charles B. Sterrett	0.40	Correspond with Z. Piech re tax matter.
08/03/23	Thad W. Davis, P.C.	1.00	Telephone conference with Lazard re tax attributes (.5); review and draft correspondence re same (.5).
08/03/23	Ross J. Fiedler	0.80	Telephone conference with Lazard, K&E team re NOL issues (.5); correspond with Company advisors re NOLs, tax related matters (.3).
08/04/23	Thad W. Davis, P.C.	0.40	Review and draft correspondence re tax attributes.
08/04/23	Emily Geier, P.C.	0.50	Correspond with Company, T. Davis, K&E team re tax liability notices and related issues.
08/07/23	Thad W. Davis, P.C.	0.80	Telephone conference with Houlihan re tax attributes (.3); review and draft correspondence re same (.5).
08/08/23	Zak Piech	1.80	Analyze issues re tax, audit notice (.4); draft response re same (1.1); correspond with C. Sterrett, K&E team, Alix team re same (.3).
08/08/23	Charles B. Sterrett	0.80	Review, analyze tax issues, outreach (.4); correspond with Z. Piech re same (.4).
08/09/23	Thad W. Davis, P.C.	1.40	Telephone conference with Company and Deloitte re tax claims (1.1); review and draft correspondence re tax modeling (.3).
08/09/23	Zak Piech	1.20	Conference with C. Sterrett, K&E team, Deloitte team, Company re outstanding tax issues.
08/09/23	Charles B. Sterrett	1.20	Correspond, conference with Company, T. Davis, Deloitte, Z. Piech, K&E team re tax matters.
08/15/23	Thad W. Davis, P.C.	0.30	Review correspondence re tax modeling (.2); telephone conference with R. Fiedler re same (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/16/23	Thad W. Davis, P.C.	0.50	Telephone conference with Company and Deloitte re tax claims and modeling (.4); telephone conference with Z. Piech re same (.1).
08/16/23	Zak Piech	0.80	Conference with C. Sterrett, K&E team, Company, Deloitte re outstanding tax issues (.4); conference with T. Davis re same (.1); correspond with C. Sterrett, K&E team re same (.3).
08/16/23	Charles B. Sterrett	0.30	Telephone conference with Company, T. Davis, K&E team re tax issues.
08/17/23	Thad W. Davis, P.C.	0.70	Telephone conference with Glenn Agre re tax issues.
08/17/23	Emily Geier, P.C.	0.60	Telephone conference and correspond with T. Davis, R. Fiedler re NOL tax analysis (.3); telephone conference with Glenn Agre, T. Davis, K&E team re same (.3).
08/19/23	Emily Geier, P.C.	0.60	Correspond with R. Fiedler, K&E team, Company re tax refunds and potential engagement.
08/20/23	Thad W. Davis, P.C.	0.30	Review and draft correspondence re tax claims.
08/21/23	Emily Geier, P.C.	1.10	Telephone conference with Company re tax workstreams (.5); correspond with S. Margolis, K&E team re same (.3); correspond with advisor re same (.3).
08/21/23	Sarah R. Margolis	0.40	Correspond with tax vendors re tax services, refunds (.2); review, analyze issues re same (.2).
08/22/23	Emily Geier, P.C.	0.20	Correspond with tax advisor, Company re scope of work.
08/23/23	Thad W. Davis, P.C.	0.30	Telephone conference with Company and Deloitte re tax claims.
08/23/23	Emily Geier, P.C.	1.80	Telephone conference with Company re tax workstreams (.5); conference with tax advisor, Company re scope of work (.4); review, analyze documents re same (.6); correspond with S. Margolis, K&E team re same (.3).
08/23/23	Zak Piech	0.30	Conference with C. Sterrett, K&E team, Company, Deloitte re outstanding tax issues (.2); draft summary re same (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/23/23	Charles B. Sterrett	0.20	Conference with T. Davis, K&E team, Deloitte, Company re tax matters.
08/24/23	Sarah R. Margolis	2.50	Review, analyze tax agreements (1.3); correspond with E. Geier re same (.2); correspond with tax vendor re same (.2); correspond with counsel re customs refunds (.2); analyze issues re same (.2); research case law re same (.4).
08/25/23	Sarah R. Margolis	1.70	Correspond with tax vendor re contract (.1); review analyze agreement re same (.1); correspond with Company re same (.1); correspond with counsel re customs setoff issue (.5); review, analyze setoff issue (.2); correspond with M. Cerny re same (.1); telephone conference with same re same (.2); review, analyze case law research re same (.4).
08/28/23	Thad W. Davis, P.C.	0.20	Review and draft correspondence tax modeling.
08/28/23	Sarah R. Margolis	1.90	Telephone conference with ST&R re custom tax (.7); telephone conference with ST&R re same (.4); review correspondence from ST&R re same (.3); review, analyze case law re same (.3); research case law re same (.2).
08/29/23	Emily Geier, P.C.	0.50	Telephone conference with interested party re tax determinations and notices for non-debtor parties (.4); correspond with Company re same (.1).
08/30/23	Emily Geier, P.C.	0.30	Correspond with C. Sterrett, K&E team, interested party re tax workstream.
08/30/23	Zak Piech	0.30	Correspond with C. Sterrett, K&E team re priority tax issues.
08/31/23	Olivia Acuna	0.50	Correspond with C. Sterrett, Alix team re tax considerations.
08/31/23	Thad W. Davis, P.C.	0.60	Review and draft correspondence re tax modeling.
08/31/23	Sarah R. Margolis	0.40	Review, analyze drawback bond issue (.2); review, analyze case law re same (.2).
Total		29.60	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084748
Client Matter: 53510-21

In the Matter of Case Administration

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 42,812.50

Total legal services rendered

\$ 42,812.50

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Olivia Acuna	1.20	1,155.00	1,386.00
Gwen Bell	0.30	295.00	88.50
Jacob E. Black	0.50	995.00	497.50
Amy Donahue	0.80	480.00	384.00
Megan C. Feeney	1.10	885.00	973.50
Ross J. Fiedler	0.80	1,295.00	1,036.00
Julia R. Foster	10.60	480.00	5,088.00
Max M. Freedman	0.90	995.00	895.50
Rachel Golden	0.90	885.00	796.50
Samantha Helgason	8.80	995.00	8,756.00
Noelle M. Howard	2.20	885.00	1,947.00
Mike James Koch	0.30	885.00	265.50
Sarah R. Margolis	0.70	1,155.00	808.50
Georgia Meadow	0.30	325.00	97.50
Chris Pavlovich	0.30	1,155.00	346.50
Zak Piech	0.80	885.00	708.00
Zak Read	0.70	885.00	619.50
Gelareh Sharafi	0.10	885.00	88.50
Michael A. Sloman	0.90	995.00	895.50
Noah Z. Sosnick	2.00	1,155.00	2,310.00
Charles B. Sterrett	2.30	1,245.00	2,863.50
Josh Sussberg, P.C.	1.60	2,045.00	3,272.00
Danielle Walker	16.70	325.00	5,427.50
Sanceau-Rae Williams	2.10	295.00	619.50
Mary Catherine Young	0.90	885.00	796.50
Rachel Young	0.80	885.00	708.00
Tanzila Zomo	3.50	325.00	1,137.50
TOTALS	62.10		\$ 42,812.50

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Julia R. Foster	1.30	Prepare materials for August 1, 2023 hearing (.4); correspond with R. Fiedler re same (.4); compile recently filed pleadings (.5).
08/01/23	Danielle Walker	0.50	Download docket filings (.4); distribute to the K&E team using listserv as per J. Foster (.1).
08/01/23	Tanzila Zomo	0.50	Telephone conference with J. Foster, K&E team re case status updates.
08/02/23	Julia R. Foster	0.30	Prepare pro hac vice payments for mailing re M. Sloman.
08/02/23	Danielle Walker	0.70	Download docket filings (.4); distribute to K&E team using listserv as per J. Foster (.3).
08/03/23	Samantha Helgason	2.70	Review, analyze docket re recent filings (1.7); draft weekly summary of same (.9); correspond with R. Fiedler re same (.1).
08/03/23	Danielle Walker	0.90	Download docket filings (.6); distribute to K&E team using listserv as per J. Foster (.3).
08/04/23	Josh Sussberg, P.C.	0.10	Telephone conference with E. Geier re status.
08/05/23	Tanzila Zomo	1.50	Compile recently filed pleadings, monthly operating reports.
08/07/23	Samantha Helgason	0.10	Review, revise work in process tracker.
08/07/23	Danielle Walker	1.50	Download docket filings (1.0); distribute to K&E team using listserv as per J. Foster (.5).
08/08/23	Olivia Acuna	0.70	Conference with R. Fiedler, K&E team re work in process.
08/08/23	Amy Donahue	0.30	Conference with R. Fiedler, K&E team re work in process.
08/08/23	Megan C. Feeney	0.30	Correspond and telephone conference with R. Fiedler, K&E team re work in process.
08/08/23	Julia R. Foster	0.30	Conference with R. Fiedler, K&E team re work in process.
08/08/23	Max M. Freedman	0.40	Conference with R. Fiedler, K&E team re work in process.
08/08/23	Samantha Helgason	0.40	Telephone conference with R. Fiedler, K&E team re work in process.
08/08/23	Noelle M. Howard	0.30	Conference with R. Fielder, K&E team re work in process.
08/08/23	Mike James Koch	0.30	Conference with R. Fiedler, K&E team re critical workstreams, work in process.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/08/23	Sarah R. Margolis	0.30	Conference with R. Fiedler, K&E team re case status, updates.
08/08/23	Chris Pavlovich	0.30	Telephone conference with R. Fiedler, K&E team re work in process.
08/08/23	Zak Piech	0.30	Conference with R. Fiedler, K&E team re work in process.
08/08/23	Zak Read	0.40	Conference with R. Fiedler, K&E team re critical workstreams, next steps (.3); review, analyze summary re key deadlines, considerations re same (.1).
08/08/23	Michael A. Sloman	0.30	Conference with R. Fiedler, K&E team re case status, next steps.
08/08/23	Charles B. Sterrett	0.30	Conference with R. Fiedler, K&E team re deal status, critical workstreams.
08/08/23	Danielle Walker	0.30	Conference with R. Fiedler, K&E team re work in process.
08/08/23	Danielle Walker	0.30	Download docket filings (.2); distribute to K&E team using listserv as per J. Foster (.1).
08/08/23	Rachel Young	0.30	Telephone conference with R. Fiedler, K&E team re case updates.
08/08/23	Tanzila Zomo	0.50	Telephone conference with J. Foster, K&E team re case status updates.
08/09/23	Gwen Bell	0.30	Review, analyze instructions re e-closing binders.
08/09/23	Danielle Walker	0.50	Download docket filings (.4); distribute to K&E team using listserv as per J. Foster (.1).
08/10/23	Julia R. Foster	1.10	Coordinate CourtSolutions lines for E. Geier, R. Fiedler, R. Howell, C. McGushin, and C. Sterrett (.6); correspond with Cole Schotz re same (.2); coordinate calendar invites re August 11, 2023 hearing (.3).
08/10/23	Julia R. Foster	0.20	Correspond with Cole Schotz re August 11, 2023 hearing.
08/10/23	Samantha Helgason	2.30	Draft weekly summary re filings (2.1); correspond with R. Fiedler re summary of same (.2).
08/10/23	Noelle M. Howard	0.50	Review, revise workstream summary.
08/10/23	Michael A. Sloman	0.10	Conference with R. Fiedler, K&E team re case status, next steps.
08/10/23	Noah Z. Sosnick	0.50	Telephone conference with R. Fiedler, K&E team re status.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/10/23	Charles B. Sterrett	0.80	Revise summary re work in process.
08/10/23	Danielle Walker	0.50	Download docket filings (.4); distribute to K&E team using listserv as per J. Foster (.1).
08/10/23	Sanceau-Rae Williams	0.50	Compile and prepare e-closing binder.
08/10/23	Tanzila Zomo	0.50	Telephone conference with J. Foster, K&E team re case status updates.
08/11/23	Julia R. Foster	0.80	Coordinate calendar invites re August 29, 2023 hearing (.3); correspond with H. Etlin and R. Fiedler re hearing dates (.3); coordinate CourtSolutions line re August 11, 2023 hearing (.2).
08/11/23	Samantha Helgason	0.20	Correspond with Company re weekly filings.
08/11/23	Josh Sussberg, P.C.	0.10	Correspond with E. Geier re case status.
08/11/23	Danielle Walker	0.80	Download, upload docket filings to DMS (.5); distribute to K&E team using listserv as per L. Saal (.3).
08/11/23	Sanceau-Rae Williams	0.80	Compile and prepare Index for e-closing book.
08/14/23	Ross J. Fiedler	0.80	Correspond with Cole Schotz, K&E team re case administration matters (.5); attend to same (.3).
08/14/23	Julia R. Foster	0.30	Correspond with Cole Schotz re hearing transcripts.
08/14/23	Noelle M. Howard	0.70	Revise summary re critical workstreams (.5); correspond with R. Fiedler re same (.2).
08/14/23	Charles B. Sterrett	0.30	Correspond, conference with R. Fiedler re deal status, workstreams.
08/14/23	Danielle Walker	0.60	Download docket filings (.4); distribute to K&E team using listserv as per J. Foster (.2).
08/15/23	Olivia Acuna	0.30	Conference with R. Fiedler, K&E team re work in process.
08/15/23	Jacob E. Black	0.30	Conference with R. Fiedler and K&E team re critical workstreams, next steps.
08/15/23	Amy Donahue	0.30	Conference with R. Fiedler, K&E team re work in process.
08/15/23	Megan C. Feeney	0.40	Correspond and telephone conference with R. Fiedler, K&E team re work in process.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/15/23	Julia R. Foster	1.30	Conference with R. Fiedler, K&E team re work in process. (.2); draft pro hac vice application and certification ISO for M. Freedman (.4); prepare same for filing (.2); correspond with F. Yudkin and F. Pisano re filing (.2); correspond with F. Yudkin and F. Pisano re August 16, 2023 hearing (.3).
08/15/23	Max M. Freedman	0.30	Conference with R. Fiedler, K&E team re work in process.
08/15/23	Samantha Helgason	0.30	Conference with R. Fiedler, K&E team re work in process.
08/15/23	Noelle M. Howard	0.50	Conference with R. Fiedler, K&E team re work in process (.3); revise workstream summary (.2).
08/15/23	Sarah R. Margolis	0.20	Conference with R. Fiedler, K&E team re work in process, case status.
08/15/23	Georgia Meadow	0.30	Telephone conference with R. Fiedler, K&E team re work in process.
08/15/23	Zak Piech	0.30	Conference with R. Fiedler, K&E team re work in process.
08/15/23	Michael A. Sloman	0.30	Conference with R. Fiedler, K&E team re case status, next steps.
08/15/23	Noah Z. Sosnick	0.50	Telephone conference with R. Fiedler, K&E team re status.
08/15/23	Charles B. Sterrett	0.30	Conference with R. Fiedler, K&E team re deal status, critical workstreams.
08/15/23	Josh Sussberg, P.C.	0.10	Correspond with E. Geier, K&E team re omnibus hearing.
08/15/23	Danielle Walker	0.30	Download docket filings (.2); distribute to K&E team using listserv as per J. Foster (.1).
08/15/23	Danielle Walker	0.40	Conference with R. Fiedler, K&E team re work in process.
08/15/23	Sanceau-Rae Williams	0.80	Compile and prepare closing binder.
08/15/23	Rachel Young	0.30	Conference with R. Fiedler, K&E team re case updates.
08/15/23	Tanzila Zomo	0.50	Telephone conference with J. Foster, K&E team re case status updates.
08/16/23	Julia R. Foster	0.50	Correspond with Cole Schotz re August 16, 2023 hearing lines (.3); correspond with M. Freedman re same (.2).
08/16/23	Danielle Walker	0.50	Download docket filings (.4); distribute to K&E team using listserv as per J. Foster (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/17/23	Julia R. Foster	0.50	Review and revise work in process summary (.3); correspond with D. Walker re docket update (.2).
08/17/23	Rachel Golden	0.50	Conference with R. Fiedler, K&E team re case updates.
08/17/23	Samantha Helgason	0.80	Review, analyze pleadings (.6); update weekly summary re same (.2).
08/17/23	Charles B. Sterrett	0.20	Review, revise summary re deal status.
08/17/23	Danielle Walker	0.40	Download docket filings (.2); distribute to K&E team using listserv as per J. Foster (.2).
08/18/23	Samantha Helgason	0.50	Review, revise weekly summary of pleadings (.4); correspond with Company re same (.1).
08/18/23	Danielle Walker	1.00	Download docket filings (.7); distribute to K&E team using listserv as per J. Foster (.3).
08/20/23	Josh Sussberg, P.C.	0.10	Correspond with R. Fiedler, K&E team, Company re case status.
08/21/23	Josh Sussberg, P.C.	0.90	Telephone conference with G. Pesce re lease interest (.3); correspond with E. Geier and R. Fiedler re same (.2); correspond with E. Geier re same (.2); correspond with creditors re same (.2).
08/21/23	Danielle Walker	0.60	Download docket filings (.5); distribute to K&E team using listserv as per J. Foster (.1).
08/22/23	Olivia Acuna	0.20	Conference with R. Fiedler, K&E team re work in process (.1); draft summary re work in process (.1).
08/22/23	Jacob E. Black	0.20	Conference with R. Fiedler and K&E team re critical workstreams, next steps.
08/22/23	Amy Donahue	0.20	Conference with R. Fiedler, K&E team re work in process.
08/22/23	Megan C. Feeney	0.40	Correspond and telephone conference with R. Fiedler, K&E team re work in process.
08/22/23	Julia R. Foster	0.40	Conference with R. Fiedler, K&E team re work in process.
08/22/23	Max M. Freedman	0.20	Conference with R. Fiedler, K&E team re work in process.
08/22/23	Rachel Golden	0.40	Conference with R. Fiedler, K&E team re case updates.
08/22/23	Samantha Helgason	0.30	Review, revise work in process tracker (.1); conference with R. Fiedler, K&E team re work in process (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/22/23	Noelle M. Howard	0.20	Conference with R. Fiedler, K&E team re work in process.
08/22/23	Sarah R. Margolis	0.20	Conference with R. Fiedler, K&E team re case status, updates.
08/22/23	Zak Piech	0.20	Conference with C. Sterrett, K&E team re work in process.
08/22/23	Zak Read	0.30	Review, analyze summary re critical workstreams, case status, next steps (.2); conference with R. Fiedler, K&E team re same (.1).
08/22/23	Gelareh Sharafi	0.10	Conference with R. Fiedler, K&E team re work in process.
08/22/23	Michael A. Sloman	0.20	Conference with R. Fiedler, K&E team re case status, next steps.
08/22/23	Noah Z. Sosnick	0.50	Telephone conference with R. Fiedler, K&E team re open items.
08/22/23	Charles B. Sterrett	0.40	Telephone conference with R. Fiedler, K&E team re deal status, critical workstreams (.3); prepare re same (.1).
08/22/23	Josh Sussberg, P.C.	0.30	Correspond with Company re Brookfield/Michaels status (.2); telephone conference with E. Geier re same (.1).
08/22/23	Danielle Walker	1.60	Download docket filings (1.2); distribute to K&E team using listserv as per J. Foster (.4).
08/22/23	Danielle Walker	0.10	Conference with R. Fiedler, K&E team re work in process.
08/22/23	Rachel Young	0.20	Telephone conference with R. Fiedler, K&E team re case updates.
08/22/23	Mary Catherine Young	0.70	Revise summary re work in process (.5); conference with R. Fiedler, K&E team re work in process (.2).
08/23/23	Danielle Walker	1.90	Download docket filings (1.5); distribute to K&E team using listserv as per J. Foster (.4).
08/24/23	Samantha Helgason	1.20	Review, analyze docket re weekly update (.8); draft summary of same (.4).
08/24/23	Danielle Walker	0.50	Download docket filings (.4); distribute to K&E team using listserv as per J. Foster (.1).
08/24/23	Mary Catherine Young	0.20	Review, revise summary re work in process.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/25/23	Julia R. Foster	0.80	Correspond with Cole Schotz re August 11, 2023 hearing transcript (.3); correspond with C. Sterrett, K&E team re same (.2); correspond with C. Pavlovich re precedent, research issues (.3).
08/25/23	Danielle Walker	0.70	Download docket filings (.5); distribute to K&E team using listserv as per J. Foster (.2).
08/28/23	Julia R. Foster	0.50	Correspond with R. Fiedler re August 30, 2023 hearing (.3); correspond with T. Zomo and G. Meadow re same (.2).
08/29/23	Julia R. Foster	1.30	Correspond with R. Fiedler re August 30, 2023 hearing (.4); correspond with T. Zomo and G Meadow re August 30, 2024 hearing materials (.6); correspond with J. Black re same (.3).
08/29/23	Danielle Walker	1.20	Download docket filings (1.0); distribute to K&E team using listserv as per J. Foster (.2).
08/30/23	Julia R. Foster	0.70	Correspond with R. Fiedler and T. Zomo re August 30, 2023 hearing materials (.5); coordinate speaking lines re August 30, 2023 hearing (.2).
08/30/23	Noah Z. Sosnick	0.50	Telephone conference with R. Fiedler, K&E team re open items.
08/30/23	Danielle Walker	0.30	Download docket filings (.2); distribute to K&E team using listserv as per J. Foster (.1).
08/31/23	Julia R. Foster	0.30	Correspond with Cole Schotz re August 30, 2023 hearing transcript.
08/31/23	Danielle Walker	0.60	Download docket filings (.4); distribute to K&E team using listserv as per J. Foster (.2).
Total		62.10	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084749
Client Matter: 53510-22

In the Matter of Retention – K&E

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 77,821.00

Total legal services rendered

\$ 77,821.00

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Olivia Acuna	18.80	1,155.00	21,714.00
Megan C. Feeney	3.20	885.00	2,832.00
Ross J. Fiedler	3.00	1,295.00	3,885.00
Julia R. Foster	2.10	480.00	1,008.00
Emily Geier, P.C.	3.50	1,495.00	5,232.50
Rachel Golden	2.50	885.00	2,212.50
Noelle M. Howard	2.80	885.00	2,478.00
Mike James Koch	3.10	885.00	2,743.50
Sarah R. Margolis	3.60	1,155.00	4,158.00
Chris Pavlovich	1.90	1,155.00	2,194.50
Zak Piech	10.30	885.00	9,115.50
Zak Read	2.10	885.00	1,858.50
Gelareh Sharafi	3.20	885.00	2,832.00
Noah Z. Sosnick	0.30	1,155.00	346.50
Charles B. Sterrett	5.30	1,245.00	6,598.50
Josh Sussberg, P.C.	0.10	2,045.00	204.50
Mary Catherine Young	7.10	885.00	6,283.50
Rachel Young	2.40	885.00	2,124.00
TOTALS	75.30		\$ 77,821.00

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Olivia Acuna	3.70	Review, revise K&E bill re privilege and confidentiality considerations.
08/01/23	Ross J. Fiedler	0.80	Review, revise fee statement re confidentiality, US Trustee guidelines (.8).
08/01/23	Zak Piech	0.40	Analyze issues re parties in interest list, supplemental retention declaration (.3); correspond with O. Acuna, K&E team, Alix team re same (.1).
08/01/23	Charles B. Sterrett	2.40	Review, revise K&E bill re privilege, confidentiality concerns.
08/01/23	Mary Catherine Young	0.30	Correspond with O. Acuna, K&E team re confidentiality, privilege concerns re invoice.
08/02/23	Olivia Acuna	0.30	Correspond with C. Sterrett, R. Fiedler re invoice.
08/02/23	Ross J. Fiedler	0.70	Review, revise fee statement re confidentiality, US Trustee guidelines (.7);.
08/02/23	Zak Piech	0.10	Correspond with O. Acuna, K&E team, Alix team re parties in interest list.
08/03/23	Olivia Acuna	0.50	Correspond with M. Young, Z. Piech re conflicts report (.2); correspond with C. Sterrett, R. Fiedler re invoices (.3).
08/03/23	Zak Piech	1.60	Review, analyze disclosures re supplemental retention declaration (.8); draft summary re same (.5); correspond with O. Acuna, K&E team re same (.3).
08/04/23	Olivia Acuna	1.20	Correspond with R. Fiedler, K&E team re invoice analysis (.2); review, revise K&E bill re privilege and confidentiality considerations (1.0).
08/04/23	Ross J. Fiedler	0.60	Attend to fee statements for compliance with confidentiality and US Trustee guidelines (.5); coordinate filing of same (.1).
08/04/23	Zak Read	0.10	Review, analyze correspondence from O. Acuna re monthly fee statement.
08/05/23	Rachel Young	1.20	Review, revise K&E invoice re privilege, confidentiality considerations.
08/07/23	Olivia Acuna	0.50	Correspond with R. Fiedler, C. Sterrett re invoice analysis (.3); correspond with M. Koch re same (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/07/23	Emily Geier, P.C.	1.80	Review and revise K&E bill for privilege and confidentiality concerns (1.6); correspond with R. Fiedler, K&E team re same (.2).
08/07/23	Rachel Golden	2.50	Review, revise K&E bill re privilege and confidentiality considerations.
08/07/23	Noelle M. Howard	1.70	Review, revise K&E bill re privilege and confidentiality considerations.
08/07/23	Mike James Koch	1.80	Review, revise K&E invoice re privilege and confidentiality considerations (1.7); correspond with O. Acuna, C. Sterrett re same (.1).
08/07/23	Zak Piech	2.60	Review, revise K&E bill re privilege and confidentiality considerations.
08/07/23	Zak Read	1.40	Review, revise fee statement re privilege, confidentiality considerations (1.3); correspond with O. Acuna re same (.1).
08/07/23	Gelareh Sharafi	1.90	Review, revise K&E bill for privilege and confidentiality issues.
08/07/23	Rachel Young	1.20	Review, revise K&E bill re privilege and confidentiality considerations.
08/08/23	Olivia Acuna	1.30	Review, revise K&E bill re privilege and confidentiality considerations (1.0); correspond with C. Sterrett, R. Fiedler re same (.3).
08/08/23	Megan C. Feeney	3.00	Review, revise K&E bill re privilege and confidentiality consideration (2.9); correspond with O. Acuna, K&E team re same (.1).
08/08/23	Emily Geier, P.C.	0.80	Revise and revise K&E bill for privilege and confidentiality concerns (.6); correspond with R. Fiedler, K&E team re same (.2).
08/08/23	Noelle M. Howard	1.10	Review, revise K&E bill re privilege and confidentiality considerations.
08/08/23	Mike James Koch	1.30	Review, revise K&E invoice re privilege and confidentiality considerations.
08/08/23	Zak Piech	0.60	Review, revise K&E bill re privilege and confidentiality considerations.
08/08/23	Zak Read	0.50	Review, revise fee statement re privilege, confidentiality considerations (.4); correspond with O. Acuna, K&E team re same (.1).
08/08/23	Noah Z. Sosnick	0.30	Review, revise K&E bill re privilege and confidentiality considerations

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/08/23	Mary Catherine Young	1.80	Review, revise K&E bill re privilege, confidentiality considerations.
08/09/23	Olivia Acuna	1.70	Review, revise K&E bill re privilege and confidentiality considerations.
08/09/23	Zak Piech	2.40	Revise June fee statement (1.8); correspond with O. Acuna, K&E team re same (.3); analyze issues re same (.3).
08/09/23	Gelareh Sharafi	1.30	Review, revise K&E bill for privilege and confidentiality issues.
08/10/23	Olivia Acuna	0.40	Correspond with C. Sterrett, R. Fiedler re K&E invoice.
08/10/23	Julia R. Foster	0.50	Draft 4th monthly K&E fee statement.
08/10/23	Zak Piech	0.30	Correspond with O. Acuna, K&E team re June fee statement.
08/15/23	Megan C. Feeney	0.20	Review, revise K&E bill re privilege and confidentiality considerations (.1); correspond with M. Vera re same (.1).
08/16/23	Olivia Acuna	0.90	Review, revise K&E bill re privilege and confidentiality considerations.
08/16/23	Sarah R. Margolis	1.00	Review, revise invoice K&E invoice re privilege, confidentiality issues.
08/16/23	Charles B. Sterrett	2.90	Review, revise K&E invoice re privilege, confidentiality concerns.
08/17/23	Sarah R. Margolis	1.20	Review, revise K&E invoice re privilege, confidentiality issues.
08/17/23	Chris Pavlovich	1.90	Review, revise K&E bill re privilege and confidentiality considerations.
08/18/23	Olivia Acuna	1.90	Review, revise K&E bill re privilege and confidentiality considerations.
08/21/23	Olivia Acuna	1.30	Review, revise K&E bill re privilege and confidentiality considerations (1.1); correspond with M. Young re fee statement (.2).
08/21/23	Ross J. Fiedler	0.60	Correspond with O. Acuna, K&E team re fee statement, related issues (.3); review, analyze fee statement (.3).
08/21/23	Emily Geier, P.C.	0.20	Correspond with R. Fiedler, K&E team re monthly fee statement.
08/21/23	Zak Piech	0.70	Correspond with M. Young re July fee statement (.2); review, revise same (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/21/23	Mary Catherine Young	2.10	Revise July fee statement (1.8); correspond with Z. Piech re same (.3).
08/22/23	Olivia Acuna	2.80	Review, revise K&E bill re privilege and confidentiality considerations (2.6); correspond with C. Sterrett re same (.2).
08/23/23	Olivia Acuna	0.10	Correspond with C. Sterrett re K&E fee application.
08/24/23	Olivia Acuna	0.40	Review, revise K&E bill re privilege and confidentiality considerations.
08/25/23	Olivia Acuna	0.80	Analyze certificate of no objection re June fee statement (.2); correspond with M. Young re fee statement (.2); analyze re same (.4).
08/25/23	Julia R. Foster	1.30	Correspond with billing re K&E July 2023 monthly fee statement (.5); review and revise July 2023 K&E monthly fee statement (.8).
08/25/23	Zak Piech	0.70	Review, revise K&E July fee statement (.5); correspond with M. Young, K&E team re same (.2).
08/25/23	Mary Catherine Young	0.60	Correspond with Z. Piech, O. Acuna re July fee statement.
08/26/23	Olivia Acuna	0.30	Correspond with M. Young re fee application (.1); analyze re same (.2).
08/26/23	Zak Piech	0.60	Correspond with M. Young, K&E team re K&E July fee statement (.2); review, revise same (.4).
08/26/23	Mary Catherine Young	1.30	Correspond with Z. Piech, O. Acuna re July fee statement (.7); revise fee statement (.6).
08/27/23	Olivia Acuna	0.40	Revise fee application.
08/27/23	Sarah R. Margolis	1.00	Review, revise K&E invoice re privilege, confidentiality issues.
08/27/23	Zak Piech	0.30	Correspond with M. Young, K&E team re K&E fee statement.
08/27/23	Mary Catherine Young	0.60	Correspond with O. Acuna, K&E team re July fee statement (.3); prepare filing version re same (.3).
08/28/23	Olivia Acuna	0.30	Correspond with R. Fiedler, C. Sterrett re fee statement.
08/28/23	Ross J. Fiedler	0.30	Correspond with O. Acuna, K&E team re fee statement, related issues.
08/28/23	Julia R. Foster	0.30	Correspond with K&E team re July 2023 K&E monthly fee statement.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/28/23	Emily Geier, P.C.	0.70	Review, analyze July fee statement.
08/28/23	Zak Read	0.10	Correspond with O. Acuna re retention considerations.
08/28/23	Josh Sussberg, P.C.	0.10	Review, analyze fee statement.
08/28/23	Mary Catherine Young	0.40	Coordinate filing re July fee statement (.2); correspond with O. Acuna, K&E team re same (.2).
08/29/23	Sarah R. Margolis	0.40	Review, revise K&E invoice re privilege, confidentiality issues.
Total		75.30	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084750
Client Matter: 53510-23

In the Matter of Retention – Non-K&E

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 26,673.50

Total legal services rendered

\$ 26,673.50

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matthew Antinossi	0.10	1,895.00	189.50
Julia R. Foster	0.40	480.00	192.00
Rachel Golden	1.10	885.00	973.50
Mike James Koch	1.20	885.00	1,062.00
Sarah R. Margolis	9.80	1,155.00	11,319.00
Zak Piech	7.40	885.00	6,549.00
Zak Read	1.50	885.00	1,327.50
Gelareh Sharafi	4.20	885.00	3,717.00
Michael A. Sloman	0.60	995.00	597.00
Charles B. Sterrett	0.60	1,245.00	747.00
TOTALS	26.90		\$ 26,673.50

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Sarah R. Margolis	0.40	Correspond with Deloitte re retention application, U.S. Trustee correspondence (.2); review, analyze same (.2).
08/01/23	Zak Piech	1.10	Analyze issues re U.S. Trustee inquiry of Deloitte retention application (.9); correspond with S. Margolis re same (.2).
08/02/23	Gelareh Sharafi	1.60	Draft Kroll 327 certification of no objection (.8); correspond with S. Margolis re same (.2); review, analyze court docket re recently filed objections re retention application (.3); review, analyze precedent re same (.3).
08/03/23	Sarah R. Margolis	0.20	Correspond with ordinary course professional re supplemental declaration (.1); correspond with Z. Piech re same (.1).
08/03/23	Zak Piech	0.20	Correspond with S. Margolis, Perkins Coie re supplemental ordinary course professional declaration.
08/04/23	Sarah R. Margolis	0.40	Review, revise certificate of no objection re fee statement (.2); correspond with G. Sharafi re same (.2).
08/04/23	Gelareh Sharafi	1.30	Review, revise Kroll 327 certification of no objection (.7); corresponds with S. Margolis re same (.2); review, analyze precedent re same (.4).
08/07/23	Sarah R. Margolis	0.80	Correspond with U.S. Trustee, Deloitte re retention application.
08/07/23	Gelareh Sharafi	0.50	Revise Kroll 327 certificate of no objection (.3); correspond with S. Margolis re same (.2).
08/08/23	Sarah R. Margolis	0.30	Correspond with Kroll team re certificate of no objection (.2); correspond with Deloitte team re retention application (.1).
08/08/23	Gelareh Sharafi	0.10	Correspond with S. Margolis, Kroll re certificate of no objection.
08/09/23	Julia R. Foster	0.40	Draft ordinary course professional summary.
08/09/23	Sarah R. Margolis	0.10	Correspond with Z. Piech re non-K&E professional retention work in process.
08/09/23	Sarah R. Margolis	0.20	Draft certificate of no objection summary report (.1); correspond with Z. Piech re same (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/09/23	Gelareh Sharafi	0.20	Correspond with Kroll team, S. Margolis re certificate of no objection (.1); prepare filing version re same (.1).
08/10/23	Sarah R. Margolis	0.80	Review, revise ordinary course professional summary statement (.6); correspond with Z. Piech re same (.2).
08/10/23	Zak Piech	1.40	Revise ordinary course professional summary filing (.7); research re precedent re same (.4); correspond with S. Margolis re same (.3).
08/14/23	Sarah R. Margolis	0.50	Correspond with AlixPartners re ordinary course professional summary statement (.1); review, analyze issues re same (.1); correspond with R. Fiedler re same (.1); correspond with Deloitte re retention application, U.S. Trustee objection (.1); correspond with CS re same (.1).
08/15/23	Mike James Koch	0.90	Draft certificate of no objection re Lazard monthly fee statements (.7); correspond with S. Margolis, Cole Schotz, Lazard re same (.2).
08/15/23	Sarah R. Margolis	0.50	Correspond with Z. Piech re Deloitte retention, ordinary course professional summary statement (.1); correspond with M. Koch re Lazard (.1); review, analyze certificate of no objection re same (.1); correspond with Deloitte re retention (.2).
08/15/23	Zak Piech	0.30	Analyze issues re Deloitte retention application (.2); correspond with S. Margolis re same (.1).
08/16/23	Sarah R. Margolis	1.00	Review, analyze correspondence from U.S. Trustee re Deloitte retention application (.3); review, analyze application precedent re same (.6); correspond with Deloitte, Z. Piech re same (.1).
08/16/23	Zak Piech	2.90	Analyze issues re U.S. Trustee comments to Deloitte retention application (.5); research issues, precedent re same (1.4); correspond with S. Margolis, K&E team, Deloitte re same (.4); draft summary re same (.6).
08/17/23	Zak Piech	0.20	Correspond with S. Margolis, K&E team re Deloitte retention application issues.
08/18/23	Sarah R. Margolis	0.20	Review, analyze correspondence from Deloitte re retention application (.1); correspond with Deloitte re same (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/22/23	Sarah R. Margolis	0.70	Review, analyze Kroll's July fee statement (.3); correspond with G. Sharafi re same (.1); correspond with Kroll re same (.2); correspond with Cole Schotz re same (.1).
08/22/23	Gelareh Sharafi	0.50	Review, analyze Kroll 327 July fee statement (.4); prepare same for filing (.1).
08/23/23	Sarah R. Margolis	0.50	Review, revise ordinary course professional summary statement (.2); correspond with R. Fiedler, C. Sterrett re same (.2); correspond with Cole Schotz re same (.1).
08/23/23	Zak Piech	0.40	Draft supplemental ordinary course professional filing (.3); correspond with S. Margolis re same (.1).
08/24/23	Sarah R. Margolis	0.90	Correspond with U.S. Trustee re Deloitte retention application (.2); correspond with Deloitte re same (.4); review, analyze correspondence re same (.3).
08/24/23	Zak Piech	0.90	Analyze issues re Deloitte retention application (.5); correspond with S. Margolis re same (.2); analyze issues re ordinary course professional filings (.2).
08/28/23	Matthew Antinossi	0.10	Correspond with R. Fiedler, K&E team re Puerto Rico counsel retention.
08/28/23	Michael A. Sloman	0.30	Correspond with C. Sterrett, K&E team, Puerto Rico local counsel re firm engagement.
08/29/23	Sarah R. Margolis	0.20	Correspond with Deloitte re retention application.
08/30/23	Rachel Golden	1.10	Research re final fee application precedent re non-K&E professional (1.0); correspond with Z. Read re same (.1).
08/30/23	Mike James Koch	0.30	Review, analyze administrative fee order re Lazard fee application timing (.2); correspond with S. Margolis, K&E team, Lazard, Fried Frank re same (.1).
08/30/23	Sarah R. Margolis	1.50	Correspond with M. Sloman, Z. Read re administrative fee order, Alix team retention (.2); correspond with C. Sterrett, M. Sloman re Alix fee statements (.5); review, analyze Alix retention order re same (.2); correspond with Z. Read re same (.2); correspond with M. Koch re Lazard application (.3); correspond with Cole Schotz re interim fee application considerations (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/30/23	Zak Read	1.50	Analyze considerations re final fee applications (1.3); correspond with C. Sterrett, K&E team re same (.1); correspond with R. Golden re same (.1).
08/30/23	Charles B. Sterrett	0.60	Correspond with S. Margolis, M. Koch, Lazard, AlixPartners re fee applications, fee statement issues, timing.
08/31/23	Sarah R. Margolis	0.60	Correspond with non-K&E professionals re fee applications (.4); correspond with M. Koch re same (.2).
08/31/23	Michael A. Sloman	0.30	Telephone conference with R. Fiedler, K&E team, Delgado Fernandez re retention.
Total		26.90	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084751
Client Matter: 53510-24

In the Matter of Vendor Matters

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 20,899.50

Total legal services rendered

\$ 20,899.50

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Olivia Acuna	1.00	1,155.00	1,155.00
Ross J. Fiedler	7.80	1,295.00	10,101.00
Rachel Golden	1.50	885.00	1,327.50
Sarah R. Margolis	7.20	1,155.00	8,316.00
TOTALS	17.50		\$ 20,899.50

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/02/23	Ross J. Fiedler	0.50	Review, analyze vendor matters (.2); correspond with vendors, K&E team re same (.3).
08/02/23	Sarah R. Margolis	0.30	Correspond with AlixPartners re vendor inquiries.
08/03/23	Ross J. Fiedler	0.30	Correspond with S. Helgason, Alix re vendor settlements (.3).
08/03/23	Sarah R. Margolis	0.70	Correspond with AlixPartners re vendor inquiries (.3); review, analyze considerations re same (.4).
08/04/23	Ross J. Fiedler	0.50	Correspond with Company advisors re vendor matters, related issues (.5).
08/04/23	Sarah R. Margolis	0.40	Review, analyze vendor inquiry (.2); telephone conference with Company re same (.2).
08/07/23	Ross J. Fiedler	1.00	Telephone conference with K&E team re Amex matters (.5); correspond with Company advisors, creditor advisors re vendor matters, related settlements (.5).
08/07/23	Sarah R. Margolis	2.30	Correspond with Company re vendor inquiry (.2); correspond with vendor re same (.4); review, analyze agreement re same (1.0); review, analyze vendor issues (.4); correspond with Alix team re same (.2); correspond with vendors re same (.1).
08/08/23	Olivia Acuna	0.40	Correspond with vendor, C. Sterrett re vendor contract.
08/08/23	Ross J. Fiedler	0.50	Correspond with K&E team, Company advisors re vendor matters, next steps.
08/08/23	Sarah R. Margolis	1.10	Correspond with C. Sterrett re vendor inquiry (.2); correspond with AlixPartners re same (.3); research, analyze vendor tax claims (.1); telephone conference with C. Sterrett re tax vendor (.1); review, analyze vendor inquiry (.3); correspond with Alix team re same (.1).
08/09/23	Sarah R. Margolis	0.10	Correspond with Company re vendor inquiry.
08/10/23	Olivia Acuna	0.10	Correspond with vendor re contract status.
08/11/23	Ross J. Fiedler	0.60	Review notice re settlement agreement (.2); correspond with S. Helgason re same (.1); attend to vendor matters (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/14/23	Ross J. Fiedler	0.30	Correspond with Company advisors re vendor matters.
08/16/23	Ross J. Fiedler	0.20	Correspond with K&E team re vendor matters (.2).
08/17/23	Ross J. Fiedler	0.50	Telephone conference with K&E team, Alix re Amex issues (.5).
08/21/23	Rachel Golden	1.20	Correspond with C. Sterrett re vendor inquiries (.2); review, analyze correspondence re same (.7); draft correspondence re same (.3).
08/21/23	Sarah R. Margolis	0.40	Correspond with vendor re agreement (.1); review, analyze issue re same (.1); correspond with Alix team re offset customs claims (.2).
08/22/23	Ross J. Fiedler	0.50	Correspond with Company, S. Margolis, K&E team, and AlixPartners re vendor matters, related issues.
08/22/23	Rachel Golden	0.20	Correspond with AlixPartners re vendor inquiry.
08/22/23	Sarah R. Margolis	0.30	Correspond with vendor re tax issues (.2); review, analyze correspondence re same (.1).
08/23/23	Ross J. Fiedler	0.60	Correspond with Company advisors re vendor inquiries (.3); telephone conferences with S. Margolis, K&E team re same (.3).
08/23/23	Sarah R. Margolis	1.60	Correspond with R. Fiedler re vendor agreement, execution (.2); review, analyze issue re same (.3); review, revise agreement re same (.2); telephone conference with tax vendor re tax liability, refunds (.5); correspond with Company re same (.2); review, analyze issue re same (.2).
08/25/23	Ross J. Fiedler	0.30	Correspond with S. Margolis K&E team re vendor agreement.
08/28/23	Ross J. Fiedler	0.80	Correspond with S. Margolis, K&E team, AlixPartners re vendor settlements (.5); review, analyze issues re Amex vendor (.3).
08/29/23	Ross J. Fiedler	0.70	Correspond with S. Helgason re vendor settlements (.2); analyze issues re same (.2); review, analyze Amex vendor issues (.2); correspond with M. Sloman re same (.1).
08/29/23	Rachel Golden	0.10	Correspond with AlixPartners re vendor inquiry.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/30/23	Olivia Acuna	0.50	Correspond with S. Helgason re vendor inquiries (.4); correspond with vendor counsel re same (.1).
08/31/23	Ross J. Fiedler	0.50	Correspond with S. Margolis, K&E team, Company, and AlixPartners re vendor agreements.
Total		17.50	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084752
Client Matter: 53510-25

In the Matter of Litigation

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 221,458.00

Total legal services rendered

\$ 221,458.00

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Hunter Appler	1.00	475.00	475.00
Amie Marie Bauer	5.40	1,135.00	6,129.00
Lindsey Beran	8.50	1,415.00	12,027.50
Jacob E. Black	2.30	995.00	2,288.50
Uzo Dike	4.30	515.00	2,214.50
Ross J. Fiedler	7.50	1,295.00	9,712.50
Patrick Forte	6.20	1,080.00	6,696.00
Emily Geier, P.C.	11.60	1,495.00	17,342.00
Jacquelyn M. Kasulis, P.C.	9.90	1,835.00	18,166.50
Mike James Koch	4.00	885.00	3,540.00
Song Lin	4.50	515.00	2,317.50
Allison Lullo	11.40	1,410.00	16,074.00
Casey McGushin	22.60	1,415.00	31,979.00
Matt Pinkney	3.00	465.00	1,395.00
Chloe Reum	14.20	850.00	12,070.00
Christine Shang	50.70	1,245.00	63,121.50
David G. Strecker	7.60	985.00	7,486.00
Baya Yantren	6.70	1,080.00	7,236.00
Kent Zee	2.50	475.00	1,187.50
TOTALS	183.90		\$ 221,458.00

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Lindsey Beran	0.60	Telephone conference with Cole Schotz team re restructuring status and investigative strategy (.4); correspond with Company and E. Geier, K&E team re strategy of investigation and next conference (.2).
08/01/23	Ross J. Fiedler	2.10	Telephone conference with company, Cole Schotz re employment litigation (.5); correspond with Company advisors, Company re litigation matters, strategy, and next steps (1.0); review, analyze lift stay motion (.2); correspond with C. Sterrett, F. Yudkin re same (.2); correspond with M. Koch re Burt Deasy lift stay motion (.2).
08/01/23	Emily Geier, P.C.	0.60	Correspond with R. Fiedler, K&E team re litigation and investigation (.3); correspond with Company, R. Fiedler, K&E team re indemnification (.3).
08/01/23	Allison Lullo	0.40	Conference with Cole Schotz re matter status.
08/01/23	Casey McGushin	0.70	Review and analyze discovery requests from landlord re assignment to Michaels (.4); telephone conference with counsel for Michaels re discovery (.3).
08/01/23	Christine Shang	0.10	Draft response to UCC counsel re document requests for payment information.
08/01/23	Christine Shang	0.50	Telephone conference with Alix team re UCC requests for documents.
08/01/23	Christine Shang	0.10	Correspond with C. McGushin re UCC request for documents.
08/02/23	Ross J. Fiedler	1.80	Telephone conference with K&E team, movant re lift stay motion (.5); same with K&E team, movant re lift stay stipulation (.5); correspond with Company, advisors re litigation matters, strategy, and next steps (.8).
08/02/23	Emily Geier, P.C.	1.70	Review, analyze litigation indemnification request (.4); correspond with R. Fiedler, K&E team, Company re same (.3); review, analyze research re same (.7); correspond with R. Fiedler, K&E team re investigation (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/03/23	Lindsey Beran	1.00	Prepare for telephone conference with disinterested directors and investigative and C. McGushin, K&E team re status of investigation (.2); telephone conference with disinterested directors and investigative and K&E team re same (.4); conference with J. Kasulis and A. Lullo re strategy of next steps (.2); telephone conference with Cole Schotz team re next steps and investigative strategy and timeline (.2).
08/03/23	Ross J. Fiedler	1.50	Telephone conference with Cole Schotz, Company re employment litigation (.5); correspond with Company, advisors re litigation matters, strategy, and next steps (1.0).
08/03/23	Emily Geier, P.C.	0.30	Correspond with R. Fiedler, K&E team re litigation removal.
08/03/23	Jacquelyn M. Kasulis, P.C.	0.90	Telephone conference with the disinterested directors re investigation (.5); correspond with L. Beran and A. Lullo re same (.4).
08/03/23	Mike James Koch	2.30	Research, analyze case law re notice of removal, related legal issues (.7); draft memorandum re same (.7); correspond with C. Sterrett, K&E team, Cole Schotz re same (.3); correspond with Cole Schotz re exhibits re notice of removal (.2); compile notice of removal (.4).
08/03/23	Allison Lullo	1.00	Telephone conference with disinterested directors, J. Kasulis, and L. Beran re status (.4); telephone conference with J. Kasulis and L. Beran re same (.3); telephone conference with Cole Schotz re same (.3).
08/03/23	Casey McGushin	1.60	Telephone conference with counsel for Michaels and landlord re scheduling (.5); telephone conference with Company re removal of actions (.4); review and analyze scheduling proposal from landlord (.3); telephone conference with counsel for landlord re discovery (.4).
08/03/23	Christine Shang	0.10	Review and analyze consent order re Pinnacle.
08/03/23	Christine Shang	0.20	Correspond with Alix team re UCC request for employment separation agreements.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/04/23	Christine Shang	0.20	Correspond with Alix team re UCC request for more information re Rule 2004 Request.
08/07/23	Amie Marie Bauer	0.10	Correspond with C. Shang re Board minutes.
08/07/23	Amie Marie Bauer	3.50	Review, analyze board documents re responsiveness and privilege.
08/07/23	Ross J. Fiedler	0.40	Attend to JV settlement matters (.4).
08/07/23	Patrick Forte	1.30	Revise presentation to Disinterested Directors.
08/07/23	Mike James Koch	0.70	Research, analyze procedure re notice of removal, service (.4); correspond with C. Sterrett re same (.1); conference with Cole Schotz re same (.1); correspond with Kroll, C. Sterrett re same (.1).
08/07/23	Song Lin	1.70	Coordinate preparation of Company documents for production.
08/07/23	Christine Shang	0.50	Review, analyze documents re UCC 2004 Requests.
08/08/23	Amie Marie Bauer	0.20	Correspond with vendor re privilege searches.
08/08/23	Amie Marie Bauer	1.00	Review, analyze board documents marked for production re final control re privilege.
08/08/23	Amie Marie Bauer	0.20	Correspond with R. Fiedler, K&E team re reply brief.
08/08/23	Ross J. Fiedler	0.80	Correspond with Company advisors re litigation matters, strategy, and next steps (.5); review lift stay stipulation (.3).
08/08/23	Patrick Forte	3.90	Review and analyze documents re presentation to Disinterested Directors (1.3); revise presentation to Disinterested Directors (2.6).
08/08/23	Emily Geier, P.C.	0.40	Review, analyze lift stay motion (.3); correspond with R. Fiedler, K&E team re same (.1).
08/08/23	Chloe Reum	4.70	Review, revise presentation deck.
08/08/23	David G. Strecker	2.90	Draft presentation to disinterested directors (2.6); correspond with R. Fiedler, K&E team re same (.3).
08/08/23	Baya Yantren	2.50	Revise presentation (2.1); revise same (.4).
08/08/23	Kent Zee	1.30	Review and analyze final production set.
08/09/23	Amie Marie Bauer	0.30	Revise production documents re privilege.
08/09/23	Ross J. Fiedler	0.30	Correspond with K&E team, Cole Schotz re litigation matters (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/09/23	Song Lin	2.80	Draft search term reports to identify documents re review and production (.8); correspond with C. Shang re same (.4); coordinate preparation of Company documents for production (1.6).
08/09/23	Matt Pinkney	3.00	Revise BBY Disinterested Directors Presentation.
08/09/23	Chloe Reum	5.00	Review, revise presentation deck.
08/09/23	Christine Shang	1.60	Review, analyze, and prepare documents in response to UCC Request 2004 for production.
08/09/23	David G. Strecker	1.60	Draft presentation re investigation findings.
08/09/23	Baya Yantren	2.50	Revise presentation (2.0); correspond with D. Strecker, K&E team re revised draft (.5).
08/09/23	Kent Zee	1.20	Review and analyze final production set.
08/10/23	Amie Marie Bauer	0.10	Circulate productions 7 and 8.
08/10/23	Emily Geier, P.C.	0.70	Correspond with Company, R. Fiedler, K&E team re discovery productions.
08/10/23	Allison Lullo	0.20	Correspond with E. Geier, K&E team re UCC requests.
08/10/23	David G. Strecker	0.20	Telephone conference with A. Lullo re presentation timeline.
08/11/23	Allison Lullo	2.00	Correspond with E. Geier, K&E team re UCC requests (.2); participate in readout (1.8).
08/11/23	Christine Shang	0.60	Review and analyze documents re UCC document requests.
08/11/23	Christine Shang	0.10	Correspond with Alix team re UCC Request 2004.
08/13/23	Mike James Koch	0.60	Review, revise reply brief re Ikea lease rejection objection (.4); correspond with C. Sterrett re same (.2).
08/14/23	Lindsey Beran	0.50	Conference with A. Lullo re status of matter and document requests.
08/14/23	Emily Geier, P.C.	0.40	Correspond with Company, R. Fiedler, K&E team re active litigation matters.
08/14/23	Allison Lullo	1.50	Telephone conference with L. Beran re matter status (.4); review, analyze readout deck (1.1).
08/14/23	Christine Shang	0.50	Review and analyze documents received from AlixPartners re UCC 2004 request (.4); prepare same for production (.1).

Legal Services for the Period Ending August 31, 2023
 Bed Bath and Beyond Inc.
 Litigation

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Invoice Number: 1050084752
 Matter Number: 53510-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/15/23	Lindsey Beran	0.10	Telephone conference with C. McGushin and A. Lullo re litigation materials.
08/15/23	Ross J. Fiedler	0.30	Correspond with Company, advisors re litigation matters (.3).
08/15/23	Emily Geier, P.C.	0.20	Review, analyze litigation report.
08/15/23	Mike James Koch	0.40	Review, revise reply re Ikea lease rejection objection (.2); correspond with E. Geier, K&E team re same (.2).
08/15/23	Allison Lullo	2.60	Conference with C. McGushin and L. Beran re UCC requests (.4); revise readout presentation (2.2).
08/15/23	Christine Shang	0.60	Review, analyze, and tag documents for potential production re UCC 2004 request.
08/16/23	Lindsey Beran	0.80	Review and revise draft presentation.
08/16/23	Casey McGushin	1.10	Review and analyze documents re dispute with landlord over assignment to Michaels.
08/16/23	Christine Shang	0.10	Correspond with C. McGushin re upcoming witness depositions.
08/16/23	Christine Shang	0.40	Draft and produce documents to UCC re 2004 Request.
08/17/23	Lindsey Beran	1.70	Review and revise draft presentation (.8); correspond with A. Lullo re revisions to draft presentation (.7); correspond with A. Lullo, K&E team re draft presentation revisions (.2).
08/17/23	Patrick Forte	1.00	Revise presentation to Disinterested Directors.
08/17/23	Allison Lullo	1.00	Participate in readout presentation (.5); telephone conference with L. Beran re same (.5).
08/17/23	David G. Strecker	1.80	Revise presentation to disinterested directors.
08/18/23	Chloe Reum	4.50	Review, revise presentation to disinterested directors.
08/18/23	David G. Strecker	1.10	Revise presentation to disinterested directors.
08/18/23	Baya Yantren	1.70	Revise presentation to disinterested directors.
08/19/23	Ross J. Fiedler	0.30	Review, analyze litigation matters, related issues.
08/19/23	Casey McGushin	2.10	Review and analyze filings re dispute with landlord about Michaels assuming lease in Arkansas (1.2); draft and revise deposition outline for witness in dispute with landlord (.9).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/20/23	Christine Shang	1.10	Review and analyze Pinnacle's surreply, Aronoff's Declaration, and exhibits re deposition.
08/20/23	Christine Shang	1.00	Draft outline of questions re Aronoff's deposition.
08/21/23	Hunter Appler	0.50	Format search terms, create searches, and generate hit count reporting.
08/21/23	Emily Geier, P.C.	0.40	Correspond with Company, R. Fiedler, K&E team re active litigation matters.
08/21/23	Allison Lullo	0.50	Revise readout presentation.
08/21/23	Christine Shang	0.30	Review and analyze documents re UCC 2004 Requests.
08/21/23	Christine Shang	0.10	Correspond with C. McGushin re depositions re landlord tenant issues.
08/21/23	Christine Shang	0.20	Correspond with AlixPartners re UCC 2004 Requests.
08/21/23	Christine Shang	0.20	Correspond with counsel for UCC re 2004 Requests.
08/21/23	Christine Shang	0.10	Telephone conference with R. Fiedler, K&E team re landlord tenant issues.
08/21/23	Christine Shang	0.20	Correspond with C. McGushin re UCC 2004 Requests.
08/22/23	Lindsey Beran	0.30	Correspond with A. Lullo re revisions to presentation (.2); correspond with R. Fiedler, K&E team re same (.1).
08/22/23	Emily Geier, P.C.	0.20	Review, analyze litigation report.
08/22/23	Allison Lullo	0.80	Revise readout presentation.
08/22/23	Christine Shang	0.10	Correspond with AlixPartners re UCC 2004 Request.
08/23/23	Hunter Appler	0.50	Coordinate loading and imaging of data.
08/23/23	Allison Lullo	0.10	Correspond with L. Beran, K&E team re corporate documentation.
08/23/23	Casey McGushin	2.10	Review and analyze materials re dispute with landlord over Rogers, Arkansas lease (1.2); correspond with R. Fiedler re same (.2); correspond with counsel for Michaels re same (.2); review and revise response to lift stay motion (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/23/23	Christine Shang	2.50	Respond to request from Cole Schotz re incorporation documents (.3); review and analyze Serramonte Center lease and related internal correspondence (.2); review and analyze committee materials for production re UCC 2004 Requests (1.7); review and analyze employment agreements re UCC 2004 Request (.1); correspond with C. McGushin re upcoming depositions re Pinnacle lease (.1); telephone conference with White & Case re upcoming deposition (.1).
08/24/23	Uzo Dike	0.70	Coordinate re August 28th remote deposition of J. Aronoff with E. Smith (Veritext) (.5); correspond with C. McGushin and C. Shang re same (.2).
08/24/23	Jacquelyn M. Kasulis, P.C.	2.50	Review and revise findings presentation.
08/24/23	Casey McGushin	1.60	Telephone conference with R. Fiedler and local counsel re deposition logistics (.4); review and analyze materials to prepare deposition outline in lease dispute (1.2).
08/24/23	Christine Shang	5.80	Review and analyze E. Amendola's declaration re deposition (.2); prepare for deposition of K. Elliott (.3); review and analyze committee materials for production re UCC 2004 Request (4.5); telephone conference with Cole Schotz re deposition preparation (.2); telephone conference with C. McGushin re deposition preparation (.2); review and revise draft reply re leases (.4).
08/25/23	Uzo Dike	0.70	Coordinate logistics re August 28th remote deposition of J. Aronoff with E. Smith and Veritext team (.5); correspond with C. McGushin and C. Shang re additional deposition information (.2).
08/25/23	Emily Geier, P.C.	0.30	Correspond with R. Fiedler, K&E team re investigation.
08/25/23	Jacquelyn M. Kasulis, P.C.	1.30	Review and revise findings presentation.
08/25/23	Casey McGushin	0.80	Review and revise draft reply and supporting declaration re lease assignment dispute.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/25/23	Christine Shang	8.80	Draft notice of appearance for J. Aronoff's deposition (.5); correspond with C. Schotz re same (.1); review and analyze documents for production re UCC 2004 Request (4.9); participate in preparation session with E. Amendola re declaration (.3); review and analyze Michaels' reply to objection of Pinnacle (.3); revise draft reply supporting declaration (1.1); draft tenth production to UCC re Request 2004 (.8); draft outline for J. Aronoff deposition (.6); revise E. Amendola's declaration (.2).
08/26/23	Casey McGushin	0.80	Prepare for witness preparation session with E. Amendola (.3); participate in preparation session with E. Amendola (.5).
08/26/23	Christine Shang	1.40	Telephone conference with C. McGushin re E. Amendola preparation (.1); prepare for deposition preparation session with E. Amendola (.7); conference with E. Amendola for his deposition (.6).
08/27/23	Christine Shang	1.50	Draft outline re J. Aronoff deposition (.5); correspond with Cole Schotz re same (.2); review and analyze relevant leases re upcoming depositions (.8).
08/28/23	Uzo Dike	1.60	Conference with J. Aronoff re his final deposition (.8); correspond with C. McGushin and J. Shang re same (.3); download Pinnacle Hills production and coordinate loading to Relativity with K. Zee (.5).
08/28/23	Emily Geier, P.C.	3.90	Correspond and telephone conference with R. Fiedler, K&E team re declarations, stipulations, and evidence preparation for August 29 hearing (2.2); review, analyze same (1.4); telephone conference with R. Fiedler re presentation of same (.3).
08/28/23	Casey McGushin	2.20	Review and analyze materials in preparation for hearing re lease rejection issues (1.6); telephone conference with R. Fiedler and K&E team re depositions and strategy for evidentiary hearing (.6).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/28/23	Christine Shang	6.60	Prepare for depositions of J. Aronoff and E. Amendola (1.6); correspond with Cole Schotz re same (.1); draft outline for E. Amendola direct examination (.4); defend deposition of E. Amendola (.9); draft cross outline for J. Aronoff (.9); participate in deposition of J. Aronoff (2.0); participate in joint defense telephone conference to debrief re depositions (.5); review and revise stipulation of facts for upcoming hearing (.2).
08/29/23	Lindsey Beran	0.30	Correspond with R. Fiedler, K&E team re draft presentation and coordinate next steps.
08/29/23	Uzo Dike	1.30	Download and organize final J. Aronoff deposition materials (.6); correspond with C. Shang re same (.2); coordinate update of case materials (.5).
08/29/23	Emily Geier, P.C.	2.10	Correspond and conference with R. Fiedler, K&E team, Cole Schotz re evidence and presentation for hearing.
08/29/23	Jacquelyn M. Kasulis, P.C.	3.20	Review and revise draft presentation of investigation developments (3.0); correspond with R. Fiedler, K&E team re draft presentation (.2).
08/29/23	Casey McGushin	5.10	Review and analyze deposition transcripts to prepare exhibit list and in preparation for hearing (1.2); review and analyze draft direct examination re hearing (.5); telephone conference with R. Fiedler and K&E team and Cole Schotz team re hearing (.6); review and analyze pleadings and exhibits in preparation for hearing (1.9); telephone conference with opposing counsel and Michael's counsel re exhibits and witnesses (.2); review and revise draft talking points for hearing (.7).
08/29/23	Christine Shang	8.70	Review, analyze correspondence with Landlord's counsel re hearing coordination (.1); review and analyze Aronoff deposition (.2); correspond with R. Fiedler, K&E team re depositions (.1); prepare for upcoming hearing (1.6); draft direct examination of E. Amendola (1.0); prepare for upcoming hearing with K&E team and Cole Schotz (5.7).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/30/23	Lindsey Beran	3.00	Conference with J. Kasulis and A. Lullo re presentation draft and proposed revisions (.6); review and revise presentation (2.0); correspond with A. Lullo re same (.4).
08/30/23	Jacquelyn M. Kasulis, P.C.	1.50	Prepare for conference with R. Fiedler, K&E team re draft presentation (.7); participate in same (.8).
08/30/23	Allison Lullo	0.80	Telephone conference with J. Kasulis and L. Beran re readout (.5); telephone conference with L. Beran re same (.3).
08/30/23	Casey McGushin	4.50	Prepare for hearing re lease assumption and assignment issues (1.8); participate in hearing re lease assumption and assignment issues (2.7).
08/30/23	Christine Shang	6.50	Prepare for hearing and direct examination of E. Amendola (2.3); participate in hearing re three disputed leases and strategize with Debtor team re same (4.2).
08/31/23	Lindsey Beran	0.20	Correspond with A. Lullo re draft presentation.
08/31/23	Jacob E. Black	2.30	Analyze, review joint venture settlement term sheet, agreements (2.1); correspond with R. Fiedler re same (.2).
08/31/23	Emily Geier, P.C.	0.40	Correspond with R. Fiedler, K&E team re investigation.
08/31/23	Jacquelyn M. Kasulis, P.C.	0.50	Correspond with R. Fiedler, K&E team re presentation.
08/31/23	Allison Lullo	0.50	Revise readout presentation.
Total		183.90	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084753
Client Matter: 53510-26

In the Matter of Non-Working Travel

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 13,513.00

Total legal services rendered

\$ 13,513.00

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Emily Geier, P.C.	1.40	1,495.00	2,093.00
Sarah R. Margolis	0.80	1,155.00	924.00
Casey McGushin	3.00	1,415.00	4,245.00
Georgia Meadow	1.30	325.00	422.50
Christine Shang	3.60	1,245.00	4,482.00
Noah Z. Sosnick	0.80	1,155.00	924.00
Tanzila Zomo	1.30	325.00	422.50
TOTALS	12.20		\$ 13,513.00

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Emily Geier, P.C.	1.40	Travel from New York, NY to Newark, NJ for hearing (.8) (billed at half time); travel from Newark, NJ to New York, NY (.6) (billed at half time).
08/01/23	Sarah R. Margolis	0.80	Travel from Newark, NJ to New York, NY for disclosure statement hearing (billed at half time).
08/01/23	Noah Z. Sosnick	0.80	Travel to and from disclosure statement hearing (billed at half time).
08/28/23	Casey McGushin	1.50	Travel from Chicago, IL to New York, NY for hearing on lease assignment issues (billed at half time).
08/29/23	Christine Shang	2.60	Travel from Houston, TX to Newark, NJ re hearing (billed at half time).
08/30/23	Casey McGushin	1.50	Travel from Newark, NJ to Chicago, IL following hearing on lease rejection issues (billed at half time).
08/30/23	Georgia Meadow	1.30	Travel from New York office to court re hearing (.5) (billed at half time); travel from court to New York office re hearing (.8) (billed at half time).
08/30/23	Christine Shang	1.00	Travel from New York, NY to Newark, NJ re hearing (.5) (billed at half time); travel from Newark, NJ to New York, NY (.5) (billed at half time).
08/30/23	Tanzila Zomo	1.30	Travel from New York office to court (.5) (billed at half time); travel from court to New York office (.8) (billed at half time).
Total		12.20	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084754
Client Matter: 53510-29

In the Matter of Employee and Labor Matters

For legal services rendered through August 31, 2023
(see attached Description of Legal Services for detail)

\$ 16,191.00

Total legal services rendered

\$ 16,191.00

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Olivia Acuna	0.30	1,155.00	346.50
Matthew Antinossi	3.70	1,895.00	7,011.50
Ross J. Fiedler	1.10	1,295.00	1,424.50
Samantha Helgason	3.50	995.00	3,482.50
Sooah Kim	1.40	885.00	1,239.00
Sarah R. Margolis	0.30	1,155.00	346.50
Michael A. Sloman	0.10	995.00	99.50
Charles B. Sterrett	1.80	1,245.00	2,241.00
TOTALS	12.20		\$ 16,191.00

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/01/23	Matthew Antinossi	0.20	Review, analyze correspondence from Company re 401(k) plan termination issues (.1); correspond with S. Kim re research re same (.1).
08/01/23	Sooah Kim	1.40	Review, analyze Company correspondence re 401(k) plan issues (.2); analyze research re same (.9); draft summary re same (.3).
08/01/23	Charles B. Sterrett	1.60	Prepare for hearing re Ohio administrative workers compensation panel (1.1); attend same (.5).
08/02/23	Matthew Antinossi	0.90	Research and analyze plan termination notice requirements (.6); correspond with S. Kim re same (.1); correspond with Company re same (.2).
08/04/23	Sarah R. Margolis	0.30	Correspond with C Street re employee communications (.2); review, analyze correspondence re same (.1).
08/07/23	Ross J. Fiedler	0.30	Correspond with Company, creditor advisors re employee settlement matters (.3).
08/08/23	Matthew Antinossi	0.30	Review, analyze Department of Labor information request re 401(k) plan (.2); correspond with R. Fiedler re same (.1).
08/08/23	Samantha Helgason	0.10	Review, analyze correspondence re employee settlement.
08/08/23	Michael A. Sloman	0.10	Conference with C Street re case updates, employee communications.
08/10/23	Samantha Helgason	1.50	Draft settlement agreement re employee matter, notice of settlement re same (1.4); correspond with R. Fielder, Company re same (.1).
08/11/23	Olivia Acuna	0.30	Correspond with C Street team re employee communications.
08/11/23	Samantha Helgason	0.40	Correspond with R. Fiedler, Company re employee settlement notice.
08/14/23	Samantha Helgason	1.10	Review, revise settlement agreement re employee claim (1.0); correspond with R. Fielder re same (.1).
08/16/23	Samantha Helgason	0.40	Revise employee settlement agreement and compile notice of same (.3); correspond with R. Fiedler re same (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
08/24/23	Matthew Antinossi	1.00	Telephone conference and with Company re 401(k) plan issues (.2); correspond with Company re same (.2); review and revise employee communication re same (.5); correspond with M. Sloman, K&E team re same (.1).
08/28/23	Matthew Antinossi	0.50	Review, analyze correspondence from Company re Puerto Rico retirement plan issues (.2); review, analyze correspondence and direction from Empower re same (.3).
08/28/23	Ross J. Fiedler	0.30	Correspond with M. Antinossi, K&E team re employee benefits matters.
08/29/23	Matthew Antinossi	0.20	Correspond with Company re 401(k) plan issues.
08/30/23	Matthew Antinossi	0.10	Correspond with R. Fiedler, K&E team re 401(k) plan issues.
08/31/23	Matthew Antinossi	0.50	Prepare for and participate in telephone conference with Puerto Rico counsel re 401(k) plan issues (.4); correspond with Company re same (.1).
08/31/23	Ross J. Fiedler	0.50	Telephone conference with M. Antinossi, Cole Schotz re employee benefit issues.
08/31/23	Charles B. Sterrett	0.20	Conference with M. Sloman, Puerto Rico counsel re employment matters.
Total		12.20	

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KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

September 28, 2023

Bed Bath and Beyond Inc.
650 Liberty Avenue
Union, NJ 07093

Attn: Arlene Hong

Invoice Number: 1050084755
Client Matter: 53510-30

In the Matter of Expenses

For expenses incurred through August 31, 2023
(see attached Description of Expenses for detail)

\$ 22,121.98

Total expenses incurred

\$ 22,121.98

Description of Expenses

<u>Description</u>	<u>Amount</u>
Third Party Telephone Charges	119.00
Standard Copies or Prints	470.30
Tabs/Indexes/Dividers	1.30
Color Copies or Prints	940.50
Scanned Images	0.48
Closing/Mini Books	36.00
Postage	9.49
Local Transportation	311.06
Travel Expense	1,257.78
Airfare	890.57
Transportation to/from airport	2,872.56
Travel Meals	392.10
Other Travel Expenses	100.50
Court Reporter Fee/Deposition	1,359.12
Catering Expenses	2,240.00
Computer Database Research	651.00
Westlaw Research	6,270.46
LexisNexis Research	2,975.18
Overtime Transportation	156.81
Overtime Meals - Attorney	622.66
Overnight Delivery - Hard	445.11
Total	\$ 22,121.98

Description of Expenses

Third Party Telephone Charges

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/11/23	Julia R. Foster - Julia R. Foster, Teleconference, Telephonic appearance for C. Sterrett on 8/11/23 - paid by J. Foster 08/11/2023	50.00
08/11/23	Robert Orren - Robert Orren, Teleconference, Teleconference appearance. 08/11/2023	50.00
08/30/23	Casey McGushin - Casey McGushin, Internet, Prepare for/attend a hearing. 08/30/2023	19.00
	Total	119.00

Standard Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/09/23	Standard Copies or Prints	0.30
08/15/23	Standard Copies or Prints	1.00
08/15/23	Standard Copies or Prints	1.90
08/15/23	Standard Copies or Prints	0.90
08/15/23	Standard Copies or Prints	1.00
08/17/23	Standard Copies or Prints	0.40
08/22/23	Standard Copies or Prints	1.00
08/29/23	Standard Copies or Prints	63.00
08/29/23	Standard Copies or Prints	0.10
08/29/23	Standard Copies or Prints	14.30
08/29/23	Standard Copies or Prints	0.10
08/30/23	Standard Copies or Prints	385.30
08/30/23	Standard Copies or Prints	1.00
	Total	470.30

Tabs/Indexes/Dividers

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/29/23	Tabs/Indexes/Dividers	1.30
	Total	1.30

Color Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/15/23	Color Copies or Prints	38.50
08/15/23	Color Copies or Prints	38.50
08/22/23	Color Copies or Prints	38.50
08/29/23	Color Copies or Prints	92.95
08/29/23	Color Copies or Prints	0.55
08/30/23	Color Copies or Prints	24.75
08/30/23	Color Copies or Prints	659.45
08/30/23	Color Copies or Prints	47.30
	Total	940.50

Scanned Images

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/15/23	Scanned Images	0.48
	Total	0.48

Closing/Mini Books

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/09/23	Closing/Mini Books	36.00
	Total	36.00

Postage

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/02/23	Postage	9.49
	Total	9.49

Local Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/28/23	Casey McGushin - Casey McGushin, Taxi from hearing to K&E office. 08/28/2023	133.36
08/28/23	Casey McGushin - Casey McGushin, Taxi from K&E office to attend hearing. 08/28/2023	101.20
08/30/23	Ross J. Fiedler - Ross J. Fiedler, Taxi, Cab to K&E office from attending Court hearing at Newark US District Court. 08/30/2023	58.56
08/30/23	Ross J. Fiedler - Ross J. Fiedler, Taxi, Cab to Newark District Court, attend court hearing. 08/30/2023	17.94
	Total	311.06

Travel Expense

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/30/23	Casey McGushin - Casey McGushin, Lodging, New York, NY to Prepare for/attend a hearing. 08/30/2023	1,257.78
	Total	1,257.78

Airfare

<u>Date</u>	<u>Description</u>	<u>Amount</u>
07/11/23	Car service fee for transportation for N. Sosnick from K&E office to hearing.	35.00
08/28/23	Casey McGushin - Casey McGushin, Airfare, Chicago to NYC to prepare for/attend a hearing. 08/28/2023	409.98
08/29/23	Car service fee for transportation for J. Foster from K&E office to hearing.	35.00
08/29/23	Car service fee for transportation for J. Foster from K&E office to hearing.	35.00
08/30/23	Casey McGushin - Casey McGushin, Agency Fee, Prepare for/attend a hearing. 08/30/2023	58.00
08/30/23	Casey McGushin - Casey McGushin, Airfare, Newark to Chicago from hearing. 08/30/2023	317.59
	Total	890.57

Transportation to/from airport

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/04/23	Round trip travel for attorneys from K&E New York office to Newark, NJ hearing.	957.14
08/04/23	Round trip travel for attorneys from K&E New York office to Newark, NJ hearing.	958.28
08/04/23	Round trip travel for attorneys from K&E New York office to Newark, NJ hearing.	957.14
	Total	2,872.56

Travel Meals

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/28/23	Casey McGushin - Casey McGushin, Travel Meals, Chicago Midway Airport Prepare for/attend a hearing. Casey McGushin 08/28/2023	7.86
08/28/23	Casey McGushin - Casey McGushin, Travel Meals, Chicago Midway Airport Prepare for/attend a hearing. Casey McGushin 08/28/2023	40.49
08/29/23	Casey McGushin - Casey McGushin, Hotel - Travel Meals, New York, NY Prepare for/attend a hearing. Casey McGushin 08/29/2023	18.29
08/29/23	Casey McGushin - Casey McGushin, Travel Meals, New York Prepare for/attend a hearing. Casey McGushin 08/29/2023	25.39
08/29/23	Casey McGushin - Casey McGushin, Hotel - Travel Meals, New York, NY Prepare for/attend a hearing. Casey McGushin 08/29/2023	125.00
08/30/23	Ross J. Fiedler - Ross J. Fiedler, Travel Meals, New Jersey Lunch meal - attend court hearing Ross J. Fiedler 08/30/2023	49.90
08/30/23	Casey McGushin - Casey McGushin, Travel Meals, Newark, NJ Prepare for/attend a hearing. Casey McGushin 08/30/2023	63.18
08/30/23	Casey McGushin - Casey McGushin, Travel Meals, Newark, NJ Prepare for/attend a hearing. Casey McGushin 08/30/2023	39.82
08/30/23	Casey McGushin - Casey McGushin, Travel Meals, Newark, NJ Prepare for/attend a hearing. Casey McGushin 08/30/2023	9.10
08/30/23	Casey McGushin - Casey McGushin, Hotel - Travel Meals, New York, NY Prepare for/attend a hearing. Casey McGushin 08/30/2023	13.07
	Total	392.10

Other Travel Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/01/23	Parking fee for E. Geier re in-person court hearing.	21.00
08/01/23	Mileage fee for E. Geier travel from home to Newark, NJ.	49.50
08/29/23	Casey McGushin - Casey McGushin, Hotel - Valet/Laundry, Prepare for/attend a hearing. 08/29/2023	30.00
	Total	100.50

Court Reporter Fee/Deposition

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/29/23	US Legal Support, Inc - Transcript fees.	679.56
08/29/23	US Legal Support, Inc - Invoice for Deposition Transcript	679.56
	Total	1,359.12

Catering Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
07/01/23	FLIK - Bed Bath and Beyond Inc.7/19/2023	80.00
07/01/23	FLIK - Bed Bath and Beyond Inc.7/19/2023	80.00
07/01/23	FLIK - Bed Bath and Beyond Inc.7/19/2023	80.00
07/01/23	FLIK - Bed Bath and Beyond Inc.7/19/2023	2,000.00
	Total	2,240.00

Computer Database Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/14/23	G. Sharafi chapter 11 dockets usage charge.	103.00
08/14/23	M. Koch chapter 11 dockets usage charge.	198.00
08/14/23	Z. Read chapter 11 dockets usage charge.	78.00
08/14/23	S. Helgason chapter 11 dockets usage charge.	38.00
08/14/23	N. Sosnick chapter 11 dockets usage charge.	129.00
08/14/23	Z. Piech chapter 11 dockets usage charge.	80.00
08/14/23	N. Howard chapter 11 dockets usage charge.	25.00
	Total	651.00

Westlaw Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
07/05/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tuseth, Natalie on 7/5/2023	129.60
07/06/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tuseth, Natalie on 7/6/2023	84.22
07/07/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Leisenring, Julia on 7/7/2023	29.51
07/07/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Feeney, Megan on 7/7/2023	90.63
07/16/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Acuna, Olivia on 7/16/2023	22.66
07/17/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Acuna, Olivia on 7/17/2023	45.31
07/18/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Margolis, Sarah on 7/18/2023	22.66
07/18/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Koch, Michael on 7/18/2023	52.17
07/19/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Shang, Christine on 7/19/2023	249.64
07/19/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Koch, Michael on 7/19/2023	29.51
07/21/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Freedman, Max on 7/21/2023	136.09
07/22/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Freedman, Max on 7/22/2023	113.42
07/27/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by McGushin, Casey on 7/27/2023	113.42
07/27/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Read, Zachary on 7/27/2023	334.08
07/27/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Cohen, Seth on 7/27/2023	14.91
07/31/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Mary Catherine on 7/31/2023	113.30
08/01/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Koch, Michael on 8/1/2023	173.11
08/02/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Margolis, Sarah on 8/2/2023	43.12

08/03/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Koch, Michael on 8/3/2023	129.37
08/04/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Koch, Michael on 8/4/2023	64.69
08/06/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Koch, Michael on 8/6/2023	129.37
08/07/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Koch, Michael on 8/7/2023	86.25
08/10/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Koch, Michael on 8/10/2023	172.84
08/11/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Koch, Michael on 8/11/2023	114.33
08/11/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sloman, Michael on 8/11/2023	80.06
08/11/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 8/11/2023	287.65
08/14/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 8/14/2023	21.93
08/15/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 8/15/2023	268.16
08/16/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 8/16/2023	600.18
08/17/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sloman, Michael on 8/17/2023	43.12
08/17/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 8/17/2023	92.88
08/18/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 8/18/2023	64.76
08/18/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Geier, Emily on 8/18/2023	71.71
08/22/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Freedman, Max on 8/22/2023	123.33
08/22/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Piech, Zachary on 8/22/2023	28.11
08/22/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 8/22/2023	805.23
08/22/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Pavlovich, Chris on 8/22/2023	43.17
08/23/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Piech, Zachary on 8/23/2023	166.50
08/23/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 8/23/2023	28.45

Legal Services for the Period Ending August 31, 2023

Invoice Number:

1050084755

Bed Bath and Beyond Inc.

Matter Number:

53510-30

Expenses

08/24/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 8/24/2023	6.86
08/24/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Pavlovich, Chris on 8/24/2023	164.49
08/25/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 8/25/2023	105.93
08/26/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Freedman, Max on 8/26/2023	21.59
08/28/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Piech, Zachary on 8/28/2023	345.39
08/28/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Geier, Emily on 8/28/2023	50.14
08/29/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 8/29/2023	43.17
08/30/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Freedman, Max on 8/30/2023	21.59
08/30/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 8/30/2023	157.13
08/30/23	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Geier, Emily on 8/30/2023	134.72
	Total	6,270.46

LexisNexis Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/01/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/1/2023 by Clara Mosquera	21.24
08/02/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/2/2023 by Clara Mosquera	192.33
08/02/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/2/2023 by Sarah Margolis	51.72
08/03/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/3/2023 by Clara Mosquera	93.69
08/03/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/3/2023 by Michael Koch	213.30
08/04/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/4/2023 by Clara Mosquera	73.00
08/05/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/5/2023 by Clara Mosquera	26.14
08/06/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/6/2023 by Clara Mosquera	28.88
08/07/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/7/2023 by Clara Mosquera	38.67
08/08/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/8/2023 by Clara Mosquera	168.92
08/09/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/9/2023 by Clara Mosquera	33.78
08/10/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/10/2023 by Clara Mosquera	275.18
08/11/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/11/2023 by Clara Mosquera	8.17
08/12/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/12/2023 by Clara Mosquera	6.53
08/13/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/13/2023 by Clara Mosquera	32.69
08/14/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/14/2023 by Clara Mosquera	61.03
08/15/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/15/2023 by Clara Mosquera	14.70
08/16/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/16/2023 by Clara Mosquera	118.80
08/17/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/17/2023 by Clara Mosquera	37.05

08/18/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/18/2023 by Clara Mosquera	49.05
08/19/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/19/2023 by Clara Mosquera	11.43
08/21/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/21/2023 by Clara Mosquera	8.17
08/22/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/22/2023 by Clara Mosquera	11.44
08/23/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/23/2023 by Zachary Piech	232.81
08/23/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/23/2023 by Clara Mosquera	62.66
08/24/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/24/2023 by Sarah Margolis	51.72
08/24/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/24/2023 by Zachary Piech	317.08
08/24/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/24/2023 by Clara Mosquera	13.08
08/25/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/25/2023 by Clara Mosquera	11.42
08/26/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/26/2023 by Clara Mosquera	19.62
08/27/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/27/2023 by Clara Mosquera	26.16
08/28/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/28/2023 by Sarah Margolis	103.45
08/28/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/28/2023 by Zachary Piech	446.33
08/28/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/28/2023 by Clara Mosquera	4.90
08/29/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/29/2023 by Clara Mosquera	35.41
08/30/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/30/2023 by Clara Mosquera	37.59
08/31/23	RELX Inc DBA LexisNexis - LexisNexis Research on 8/31/2023 by Clara Mosquera	37.04
	Total	2,975.18

Overtime Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/25/23	Overtime transportation from K&E New York office to home for N. Howard.	24.72
07/10/23	Overtime transportation from K&E New York office to home for D. Strecker.	14.93
08/08/23	Overtime transportation from K&E New York office to home for D. Strecker.	17.34
08/08/23	Overtime transportation from K&E New York office to home for C. Reum.	20.99
08/09/23	Overtime transportation from K&E New York office to home for C. Reum.	18.96
08/28/23	Ross J. Fiedler - Ross J. Fiedler, Taxi, Cab home 08/28/2023	20.47
08/29/23	Chris Pavlovich - Chris Pavlovich, Taxi, Uber Home. 08/29/2023	20.43
08/30/23	Ross J. Fiedler - Ross J. Fiedler, Taxi, OT Cab home. 08/30/2023	18.97
	Total	156.81

Overtime Meals - Attorney

<u>Date</u>	<u>Description</u>	<u>Amount</u>
07/09/23	Overtime meal for D. Strecker 7/6/2023.	31.62
07/09/23	Overtime meal for D. Strecker 7/3/2023.	31.33
07/09/23	Overtime meal for R. Fiedler 7/6/2023.	38.10
07/16/23	Overtime meal for D. Strecker 7/16/2023.	35.60
07/16/23	Overtime meal for M. Young 7/11/2023.	39.31
07/16/23	Overtime meal for M. Young 7/12/2023.	28.26
07/16/23	Overtime meal for N. Sosnick 7/10/2023.	42.00
07/23/23	Overtime meal for R. Fiedler 7/19/2023.	42.00
07/23/23	Overtime meal for R. Fiedler 7/18/2023.	42.00
07/30/23	Overtime meal for R. Fiedler 7/27/2023.	42.00
07/30/23	Overtime meal for R. Fiedler 7/25/2023.	42.00
07/30/23	Overtime meal for R. Fiedler 7/26/2023.	10.72
08/01/23	Overtime meal for O. Acuna 8/1/2023.	16.33
08/06/23	Overtime meal for C. Pavlovich 8/1/2023.	42.00
08/09/23	Overtime meal for C. Reum 8/9/2023.	23.95
08/20/23	Overtime meal for J. Black 8/15/2023.	33.37
08/20/23	Overtime meal for J. Black 8/16/2023.	40.07
08/27/23	Overtime meal for J. Black 8/22/2023.	42.00
	Total	622.66

Overnight Delivery - Hard

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/07/23	FEDERAL EXPRESS - 772931451791	17.94
08/07/23	FEDERAL EXPRESS - 772904882180	17.94
08/07/23	FEDERAL EXPRESS - 772904965949	17.94
08/07/23	FEDERAL EXPRESS - 772904724954	17.94
08/07/23	FEDERAL EXPRESS - 772904862811	17.94
08/07/23	FEDERAL EXPRESS - 772904785923	17.94
08/07/23	FEDERAL EXPRESS - 772918709402	17.94
08/07/23	FEDERAL EXPRESS - 772905016699	17.94
08/07/23	FEDERAL EXPRESS - 772905051201	17.94
08/07/23	FEDERAL EXPRESS - 772918866489	17.94
08/07/23	FEDERAL EXPRESS - 772905027365	17.94
08/07/23	FEDERAL EXPRESS - 772904923910	17.94
08/07/23	FEDERAL EXPRESS - 772904814018	17.94
08/07/23	FEDERAL EXPRESS - 772904726177	17.94
08/07/23	FEDERAL EXPRESS - 772904986351	17.94
08/07/23	FEDERAL EXPRESS - 772918815672	80.25
08/14/23	FEDERAL EXPRESS - 525003937580	17.94
08/14/23	FEDERAL EXPRESS - 773012948729	77.82
	Total	445.11
TOTAL EXPENSES		\$ 22,121.98